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Feb 04 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P38523 (7)

1. Corporation Name

WELGARE INTERNATIONAL MANAGEMENT INCORPORATED
Centennial HealthCare Management Corporation

NC
1/15/97
VB

Principal Place of Business

7000 CENTRAL PARKWAY, SUITE 970
ATLANTA GA 30328

Mailing Address

7000 CENTRAL PARKWAY, SUITE 970
ATLANTA GA 30328-4580

3. Date Incorporated or Qualified
04/27/1992

3a. Date of Last Report
05/01/1996

2. Principal Place of Business

2a. Mailing Address

21 400 Perimeter Center Terrace

26 400 Perimeter Center Terrace

4. FEI Number

Applied For

58-1918794

Not Applicable

22 Suite, Apt. #, etc.

27 Suite, Apt. #, etc.

22 Suite 650

27 Suite 650

23 City & State

28 City & State

23 Atlanta, GA

28 Atlanta, GA

24 Zip

25 Country

29 Zip

30 Country

24 30346

25 Dekalb

29 30346

30 Dekalb

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	DCC	<input type="checkbox"/> DELETE
NAME	EATON, J. STEPHEN	
STREET ADDRESS	7000 CENTRAL PKWY., #970 400 Perimeter Ctr. Terr	
CITY-ST-ZIP	ATLANTA GA 30328-30346 #650	

TITLE	VPCT	<input type="checkbox"/> DELETE
NAME	DAHL, ALAN C.	
STREET ADDRESS	7000 CENTRAL PKWY., #970 400 Perimeter Ctr. Terr	
CITY-ST-ZIP	ATLANTA GA 30328-30346 #650	

TITLE	P	<input type="checkbox"/> DELETE
NAME	FOSHA, KENT C.	
STREET ADDRESS	7000 CENTRAL PKWY., #970 400 Perimeter Ctr. Terr	
CITY-ST-ZIP	ATLANTA GA 30328-30346 #650	

TITLE	AS	<input type="checkbox"/> DELETE
NAME	BENNETT, LISA A.	
STREET ADDRESS	7000 CENTRAL PKWY., #970 400 Perimeter Ctr. Terr	
CITY-ST-ZIP	ATLANTA GA 30328-30346 #650	

TITLE	S	<input type="checkbox"/> DELETE
NAME	QUIROS, PAUL A.	
STREET ADDRESS	400 COLONY SQ., 1201 OFFICE ST	
CITY-ST-ZIP	ATLANTA GA 30328	

TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	CIO (Chief Information Officer)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Daniel F. Montgomery	
1.3 STREET ADDRESS	400 Perimeter Center Terrace, Suite 650	
1.4 CITY-ST-ZIP	Atlanta GA 30346	

2.1 TITLE	V.P.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	John P. Cobb	
2.3 STREET ADDRESS	400 Perimeter Center Terrace Suite 650	
2.4 CITY-ST-ZIP	Atlanta GA 30346	

3.1 TITLE	V.P.	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	Michael C. Lake	
3.3 STREET ADDRESS	400 Perimeter Center Terrace Suite 650	
3.4 CITY-ST-ZIP	Atlanta GA 30346	

4.1 TITLE	RVP (Regional Vice President)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Wayne Mayo	
4.3 STREET ADDRESS	400 Perimeter Center Terrace Suite 650	
4.4 CITY-ST-ZIP	Atlanta GA 30346	

5.1 TITLE	AS (Assistant Secretary)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Tracey C. Cosby	
5.3 STREET ADDRESS	400 Perimeter Center Terrace Suite 650	
5.4 CITY-ST-ZIP	Atlanta GA 30346	

6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	300002079113	
6.3 STREET ADDRESS	-02/05/97--01073--038	
6.4 CITY-ST-ZIP	***165.00 VB 24	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Tracey C. Cosby

1/29/97

(770) 698-9040

CR2E034 (9/96)

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

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NELSON MULLINS RILEY & SCARBOROUGH
JUDY J. ALLEN
1201 PEACHTREE STREET, STE. 2200
ATLANTA GA 30361

CERTIFICATE OF NAME CHANGE AMENDMENT

I, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

WELCARE INTERNATIONAL MANAGEMENT CORPORATION
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of State changing its name to

CENTENNIAL HEALTHCARE MANAGEMENT CORPORATION

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE



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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
WELCARE INTERNATIONAL MANAGEMENT CORPORATION

I

The name of the corporation is WELCARE INTERNATIONAL MANAGEMENT CORPORATION.

II

Article One of the Articles of Incorporation of WelCare International Management Corporation is amended to read as follows:

ONE

The name of the corporation is Centennial HealthCare Management Corporation.

All other provisions of the Articles of Incorporation shall remain in full force and effect.

III

This amendment was duly adopted on November 6, 1996 by the board of directors in accordance with the provisions of Section 14-2-1002 of the Georgia Business Corporation Code. Shareholder action was not required.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its duly authorized officer this 8th day of November, 1996.

WELCARE INTERNATIONAL MANAGEMENT CORPORATION

By: 

Paul A. Quiros, Secretary

SECRETARY OF STATE

Nov 8 4 21 PM '96
BSR (1)