



THE UNITED STATES
CORPORATION
COMPANY

P93000045238

ACCOUNT NO. : 072100000032

REFERENCE : 017760 4352697

AUTHORIZATION : *Patricia Pugh*

COST LIMIT : \$ 35.00

ORDER DATE : November 2, 1998

ORDER TIME : 11:31 AM

ORDER NO. : 017760

700002687367--2

CUSTOMER NO: 4352697

CUSTOMER: Linda McDonald, Legal Asst
Humana Inc.
500 West Main Street
P.O. Box 1438
Louisville, KY 40201-1438

CHANGE OF AGENT

NAME: HUMANA INTERNAL MEDICINE
ASSOCIATES OF THE PALM
BEACHES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar

FILED
98 NOV 13 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 NOV 13 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Joe 11/16

Florida Department of State, Sandra B. Mortham, Secretary of State

*** FILING FEE: \$35.00 ***

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: HUMANA INTERNAL MEDICINE ASSOCIATES OF THE PALM BEACHES, INC.
2. The mailing address of the corporation is: 500 West Main Street, Louisville, KY 40202
3. Date of incorporation/qualification: June 25, 1993 Document number: P93000045230
4. The name and address of the current registered agent and office:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

(Signature of an officer, chairman or vice chairman of the board)

10-16-98
(Date)

Walter E. Neely, Vice President

(Printed or typed name and title)

10-16-98
(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Corporation Service Company

Maureen Cullen
(Signature of Registered Agent)

(Date)

If signing on behalf of an entity:

Maureen W. Cullen

(Typed or Printed Name)

Assistant Vice President

(Capacity)