



THE UNITED STATES  
CORPORATION  
COMPANY

P94000091489

ACCOUNT NO. : 072100000032

REFERENCE : 929253 4306058

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 35.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 AUG 18 PM 4:17

FILED

ORDER DATE : August 17, 1998

ORDER TIME : 3:21 PM

ORDER NO. : 929253

CUSTOMER NO: 4306058

CUSTOMER: Mary A. Mastin, Legal Asst  
Harter Secrest & Emery  
700 Midtown Tower

Rochester, NY 14604

RA  
change

900002619449--9

CHANGE OF AGENT

NAME: THE FOUNTAINS NURSING HOME,  
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Cassandra Bryant

DIVISION OF CORPORATION

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RECEIVED

OK  
8/19/98

STATEMENT OF CHANGE OF REGISTERED OFFICE  
OR REGISTERED AGENT, OR BOTH

Pursuant to the provisions of Sections 607.0502, 617.0502, 607.1508 and 617.1508 Statutes, the undersigned corporation, organized under 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:

THE FOUNTAINS NURSING HOME, INC.

1a. Date of incorporation December 16, 1994 Document No P94000091489.

2. The name and address of the present registered agent and office:

Thomas B. Garlick, Esq.  
800 Laurel Oak Drive, Suite 400  
Naples, FL 33963-2738

3. The name and address of the successor registered agent and office:

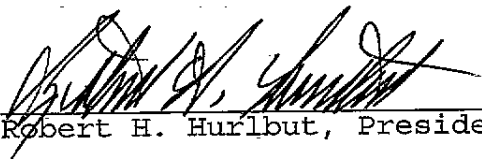
Corporation Service Company  
1201 Hays Street  
Tallahassee, FL 32301

The address of its registered agent and the 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.

DATE August 6, 1998

SIGNATURE

  
Robert H. Hurlbut, President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Corporation Service Company

DATE 8-17-98

SIGNATURE Dolores Burton  
Dolores Burton, Assistant Secretary

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS  
OF  
THE FOUNTAINS NURSING HOME, INC.**

August 6, 1998

The following resolutions were presented for a vote at the Board of Directors meeting of The Fountains Nursing Home, Inc., a Florida corporation (the "Corporation").

**WHEREAS** the Corporation desires to change its registered agent with the State of Florida;

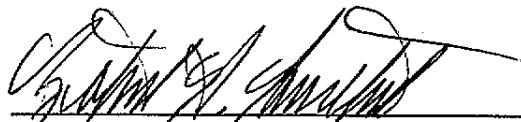
**NOW THEREFORE, BE IT**

**RESOLVED**, that the Registered Office of the Corporation shall be changed to 1201 Hays Street, Tallahassee, Florida 32301.

**RESOLVED**, that the Registered Agent of the Corporation shall be changed to Corporation Service Company.

**RESOLVED**, that the officers of the Corporation are hereby authorized to file a Change of Registered Office or Registered Agent with the Florida Department of State and to do all other things necessary or advisable and proper to carry out the intent of this resolution.

After further discussion, and upon motion duly made and seconded, all of the above resolutions were adopted by a unanimous vote of the Board of Directors.



Robert H. Hurlbut  
Secretary of the Meeting