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C O N T I N U C A R E
C O R P O R A T I O N

July 31, 1997

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Subject: Sunset Harbor Home Health, Inc.
100 S.E. 2 Street
36th Floor
Miami, FL 33131

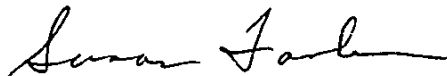
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed is an original and one copy of the Statement of Change of Registered Office and Registered Agent for the above captioned corporation. We have also enclosed our check for \$35.00 representing your filing fee. Please provide us with a stamped copy by return mail.

Sincerely,



Susan Tarbe
General Counsel
Executive Vice President

ST:jC

Enclosures

R Achg
CRC
6/16

100 SE SECOND STREET • 36TH FLOOR

MIAMI, FLORIDA 33131

TEL 305.350.7515
FAX 305.350.9833 • 305.350.9830

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

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: Sunset Harbor Home Health, Inc.

2. The mailing address of the corporation is: 100 S.E. 2nd Street, 36th Floor
Miami, Florida 33131

3. Date of incorporation/qualification: _____ Document number: _____

4. The name and address of the current registered agent and office:

CT Corporation
1200 South Pine Island Road
Plantation, Florida 33324

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

Susan Tarbe
100 S.E. 2nd Street, 36th Floor
Miami, Florida 33131

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.

John J. Burcher
(Signature of an officer, chairman or vice chairman of the board)

July 15, 1997
(Date)

John J. Burcher, President

(Printed or typed name and title)

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.

Susan Tarbe
(Signature of Registered Agent)

7/31/97
(Date)

If signing on behalf of an entity:

Susan Tarbe
(Typed or Printed Name)

Executive Vice President
(Capacity)
General Counsel