

PG 6000041713
HOLLAND & KNIGHT LLP

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May 28, 1999

State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Practical Healthcare Solutions of Florida, Inc.
Our File No. 054007.00001

Dear Sir or Madam:

I enclose for filing the original of the Statement of Change of Registered Office or Registered Agent or Both For Corporations for the above company. Also enclosed is its Check 1825 in the amount of \$35.00 for the filing fee.

Please contact me at the above number if any additional information is required.

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-05/01/99--01105--001
*****35.00 *****35.00

Sincerely,

HOLLAND & KNIGHT LLP



By: A. S. Weekley, Jr., M.D.

ASW/bw
Encs. (Check)

RA Chg,

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: Practical Healthcare Solutions of Florida, Inc.

2. The mailing address of the corporation is: 5444 Bay Center Drive, Suite 204
Tampa, Florida 33609-3431

3. Date of incorporation/qualification: May 15, 1996 Document number: P96000041713

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

R. Stephen Venable, M.D.
1222 S. Dale Mabry, Suite 618
Tampa, Florida 33609

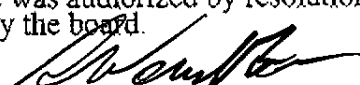
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

A. S. Weekley, Jr., M.D., Esq./Holland & Knight LLP
510 Vonderburg Drive, Suite 3005
Brandon, Florida 33511

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TALLAHASSEE, FLORIDA

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)

5/9/96
(Date)

R. Stephen Venable, M.D., Vice 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.


(Signature of Registered Agent)

20 May 1996
(Date)

If signing on behalf of an entity:

Holland & Knight LLP
(Typed or Printed Name)

Attorney at Law
(Capacity)

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