

Phone: 954.525.9900 Fax: 954.523.2872 954.525.9900 x239 email at: rgoldston@bdslaw.com

November 5, 1998

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: We Care of the Palm Beaches, Inc.

Change of Registered Agent and Registered Office

Our File No. 4956.001

Dear Sir or Madam:

500002683325--6 -11/09/98--01095--009 ******35.00 ******35.00

Enclosed is an executed Certificate of Change of Registered Office and Registered Agent of We Care of the Palm Beaches, Inc. Please record the change of Registered Agent and the Registered Office in accordance with the Certificate.

Also enclosed is a check for \$35.00 for filing the Certificate.

Sincerely,

BERGER DAVIS & SINGERMAN

Robin L. Goldston

Paralegal

/rlg

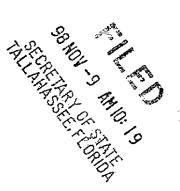
Encs.

Mr. Stanley Newman Nick Jovanovich, Esq. RA chg ICRG 11-9

CERTIFICATE OF CHANGE OF REGISTERED OFFICE

AND REGISTERED AGENT OF

WE CARE OF THE PALM BEACHES, INC.



We Care of the Palm Beaches, Inc., pursuant to Section 607.0502 of the Florida Statutes, hereby changes its Registered Office and Agent as follows:

- 1. The name of the corporation is We Care of the Palm Beaches, Inc.
- 2. The street address of its present Registered Office is 105 S. Narcissus Avenue, #702, West Palm Beach, Florida, 33401.
- 3. The street address to which the Registered Office is to be changed is Berger Davis & Singerman, 100 N.E. 3rd Avenue, #400, Fort Lauderdale, Florida, 33301.
- 4. The name of the present Registered Agent is Dennis M. Boyce.
- 5. The name of the new Registered Agent is Nick Jovanovich.
- 6. The street address of the new Registered Office and the street address of the business office of the new Registered Agent is Berger Davis & Singerman, 100 N.E. 3rd Avenue, #400, Fort Lauderdale, Florida, 33301.
- 7. That such change was authorized by Resolution duly adopted by its Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed this Certificate the 30⁷⁴ day of August, 1998.

WE CARE OF THE PALM BEACHES, INC.

By:

NINA S. NEWMAN, President

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as Registered Agent of WE CARE OF THE PALM BEACHES, INC., as made in the foregoing Certificate of Change of Registered Office and Registered Agent, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the Registered Agent of WE CARE OF THE PALM BEACHES, INC.

NICK JOY ANOVICH