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July 1, 1997

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

900002231869--6  
-07/07/97--01157--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**Re: American ElderServe of Florida, Inc.**

Dear Sir or Madam:

Enclosed for filing are the original and two copies of the Statement of Change of Registered Office or Registered Agent., along with a check in the amount of \$35.00 in payment of the filing fee.

Please return one original, stamped as filed, to me in the enclosed, self-addressed envelope.

If you have any questions or need additional information, please call me.

Sincerely,

*Ann Marie Hallett*

Ann-Marie Hallett  
Corporate Paralegal

/amh

Enclosures

cc: Mary Beth Siggelkow

FILED  
97 JUL -7 AM 9 18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*JPH*  
*7/10*

*R.A. Change*

**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.*

1a. The name of the corporation is: American ElderServe of Florida, Inc.

1b. The mailing address of the corporation is : 1770 Indian Trail Road, Suite 400  
Norcross, GA 30093

1c. Date of incorporation: 10-29-96 Document number: P96000089826

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

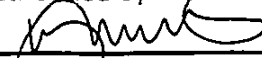
F. Linton Sloan, Esq.  
c/o Lawyers Title Insurance Corporation  
100 Tampa Street, Tampa, FL 33602-2050

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

CT Corporation System  
1200 S. Pine Island Rd.  
Plantation, FL 33324

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.

 6/30/97  
(Signature of an officer, chairman or  
vice chairman of the board) (Date)

W. Patrick Mulloy, II, Chief Executive Officer  
(Printed or typed name and title) & President

*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.*

By:  6/30/97  
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Monica Mahon  
Assistant Secretary

(Typed or Printed Name)

(Capacity)

FILED  
JUL - 7 AM 9:18  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE