

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1122

V37934

Cleveland Clinic Florida
Health Plan, Inc

700002677537-2
-11/02/98--01005--024
*****35.00 *****35.00

Art of Inc. File
LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Trade/Service Mark
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier

RA
Change

FILED
98 NOV -2 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 NOV -2 AM 10:29
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

Signature

Requested by:

LS 11/2/98 9:39
Name Date Time

Walk-In Will Pick Up

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.

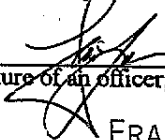
1. The name of the corporation is: Cleveland Clinic Florida Health Plan, Inc.
2. The mailing address of the corporation is: 600 W. Hillsboro Boulevard, Suite 210,
Deerfield Beach, Florida 33441
3. Date of incorporation/qualification: May 20, 1992 Document number: V37934
4. The name and address of the current registered agent and office:

The Prentice-Hall Corporation System, Inc.
1201 Hays Street - Suite 105
Tallahassee, Florida 32301

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)
Andrew Service Corporation of Florida
201 South Biscayne Boulevard, Miami Center - Suite 2900
Miami, Florida 33131-4330

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) OCTOBER 28, 1998
(Date)
FRANK L. LORDEMAN 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)

10/30/98
(Date)

If signing on behalf of an entity:

Andrew Service Corporation of Florida
(Typed or Printed Name)

Assistant Secretary
(Capacity)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA