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Jun 24 1997 8:00am  
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 768977 (1)**  
1. Corporation Name  
**TALLHASSEE RHF HOUSING, INC.**



Principal Place of Business <b>1433 NO ADAMS STR TALLHASSEE FL 32303-5562 US</b>	Mailing Address <b>C/O RETIRMENT HOUSING FOUNDATION 5150 E PACIFIC COAST HWY, STE 600 LONG BCH CA 90804-3312 US</b>
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<b>21</b> 2. Principal Place of Business	<b>2a.</b> Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
<b>22</b> City & State	<b>27</b> City & State
Zip	Zip
<b>25</b> Country	<b>30</b> Country

<b>3.</b> Date Incorporated or Qualified <b>06/17/1983</b>	<b>3a.</b> Date of Last Report <b>05/14/1996</b>
<b>4.</b> FEI Number <b>59-2314057</b>	Applied For Not Applicable
<b>5.</b> Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
<b>6.</b> Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
<b>8.</b> This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

**9. Name and Address of Current Registered Agent**  
**THE PRENTICE-HALL CORPORATION SYSTEM INC.  
1201 HAYS STREET  
SUITE 105  
TALLHASSEE FL 32301**

**10. Name and Address of New Registered Agent**

<b>81</b> Name <b>NRAI Services, Inc.</b>
<b>82</b> Street Address (P.O. Box Number is Not Acceptable) <b>526 East Park Avenue</b>
<b>83</b>
<b>84</b> City <b>Tallahassee</b>
<b>85</b> Zip Code <b>FL 32301</b>

**11.** Pursuant to the provisions of Sections 617.0502 and 617.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of, Section 617.0503, Florida Statutes.

SIGNATURE C. Baclet Charles Baclet, Vice President 6-18-97  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

**12. OFFICERS AND DIRECTORS**

TITLE <b>D</b>	NAME <b>SCISSON, BURKE</b>	<input type="checkbox"/> DELETE
STREET ADDRESS <b>2104 SKYLAND DRIVE</b>	CITY-ST-ZIP <b>TALLHASSEE FL</b>	
TITLE <b>VD</b>	NAME <b>COWART, MARIE</b>	<input checked="" type="checkbox"/> DELETE
STREET ADDRESS <b>CTR.GERONTOLOGY,F.S.U.</b>	CITY-ST-ZIP <b>TALLHASSEE FL</b>	
TITLE <b>DELETED</b>	NAME <b>MURPHY, JOHN J.S.</b>	<input type="checkbox"/> DELETE
STREET ADDRESS <b>410 VICTORY GARDEN DRIVE</b>	CITY-ST-ZIP <b>TALLHASSEE FL</b>	
TITLE <b>STD</b>	NAME <b>ALTHOLZ, JUDITH</b>	<input checked="" type="checkbox"/> DELETE
STREET ADDRESS <b>203 E. MERIDIANNA DR.</b>	CITY-ST-ZIP <b>TALLHASSEE FL</b>	
TITLE <b>PD</b>	NAME <b>MONCRIEF, LIZANNE</b>	<input type="checkbox"/> DELETE
STREET ADDRESS <b>2111 GREAT OAKS DR.</b>	CITY-ST-ZIP <b>TALLHASSEE FL</b>	
TITLE <b>SD</b>	NAME <b>LISTOE, LINDA</b>	<input type="checkbox"/> DELETE
STREET ADDRESS <b>5150 E PACIFIC COAST HWY, STE 600</b>	CITY-ST-ZIP <b>LONG BCH CA</b>	

**13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12**

<b>1.1</b> TITLE <b>D</b>	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
<b>1.2</b> NAME <b>Henkle, April</b>	
<b>1.3</b> STREET ADDRESS <b>P.O. Box 348 NA</b>	
<b>1.4</b> CITY-ST-ZIP <b>Tallahassee, FL 32302</b>	
<b>2.1</b> TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
<b>2.2</b> NAME	
<b>2.3</b> STREET ADDRESS	
<b>2.4</b> CITY-ST-ZIP	
<b>3.1</b> TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
<b>3.2</b> NAME	
<b>3.3</b> STREET ADDRESS	
<b>3.4</b> CITY-ST-ZIP	
<b>4.1</b> TITLE <b>D</b>	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
<b>4.2</b> NAME <b>Drake, James</b>	
<b>4.3</b> STREET ADDRESS <b>2639 N. Monroe St., Suite 145B</b>	
<b>4.4</b> CITY-ST-ZIP <b>Tallahassee, FL 32303</b>	
<b>5.1</b> TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
<b>5.2</b> NAME	
<b>5.3</b> STREET ADDRESS	
<b>5.4</b> CITY-ST-ZIP	
<b>6.1</b> TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
<b>6.2</b> NAME	
<b>6.3</b> STREET ADDRESS	
<b>6.4</b> CITY-ST-ZIP	

**14.** I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

Linda Listoe, Secretary 4/30/97 562/597-5541

CR2E037 (9/96)

Florida Department of State, Jim Smith, 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 Florida.

1a. The name of the corporation is: Tallahassee RHF Housing, Inc.

1b. Date of incorporation: 6-17-83 Document number 768977

2. The name and address of the current registered agent and office:  
The Prentice-Hall Corporation System, Inc.  
1201 Hays Street, Suite 105, Tallahassee, Fl 32301

3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)  
NRAI Services, Inc.  
526 East Park Avenue, Tallahassee, Florida 32301

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The street address of its registered agent 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.

*Linda Listos*  
SIGNATURE  
January 22, 1997  
DATE

Linda Listos, Secretary  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

NRAI Services, Inc.  
SIGNATURE By: *C. Baclet* C. Baclet,  
(Registered Agent) Vice President  
DATE December 30, 1996