

P 36350



ACCOUNT NO. : 072100000032
REFERENCE : 929135 5028257
AUTHORIZATION : Patricia Pujot
COST LIMIT : \$ 35.00

FILED
00 DEC 14 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 12, 2000
ORDER TIME : 12:48 PM
ORDER NO. : 929135-055
CUSTOMER NO: 5028257

900003501529--7

CUSTOMER: Ms. Maria Ayub
Magellan Health Services, Inc.
6950 Columbia Gateway Drive
Suite 400
Columbia, MD 21046

FOREIGN FILINGS

NAME: MERIT BEHAVIORAL CARE SYSTEMS CORPORATION

XX PROFIT XX CORPORATE
XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom -- EXT# 1104

EXAMINER: _____

RECEIVED
DIRECTOR OF STATE
CORPORATIONS
2000 DEC 14 PM 1:41
TO: SECRETARY OF STATE
SUFFOLK COUNTY, VIRGINIA

N.C.
G. GOULLETTE DEC 15 2000

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. MERIT BEHAVIORAL CARE SYSTEMS CORPORATION
Name of corporation as it appears on the records of the Department of State.
2. OHIO Incorporated under laws of 3. 11/14/91 Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGE(S))

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? November 27, 2000

5. MAGELLAN HRSC, INC.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

NO CHANGE
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

NO CHANGE
New Jurisdiction


Signature

November 28, 2000
Date

MARK S. DEMILIO
Typed or printed name

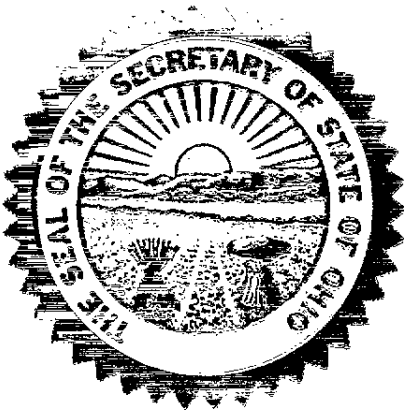
SENIOR VICE PRESIDENT
Title

FILED
00 DEC 14 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.**

}

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show Certificate of AMENDED ARTICLES OF INCORPORATION of MERIT BEHAVIORAL CARE SYSTEMS CORPORATION, an Ohio Corporation, Charter No. 686314, and changing its corporate title to: MAGELLAN HRSC, INC., was filed November 27, 2000, recorded on DIN 200033400742 of the Records of Incorporation. Said corporation, MAGELLAN HRSC, INC., an Ohio Corporation, Charter No. 686314, having its principal location in Columbus, County of Franklin, was incorporated on October 2, 1986, is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official seal

at Columbus, Ohio on

December 1, 2000

J. Kenneth Blackwell

J. Kenneth Blackwell
Secretary of State