

Filing Fee: \$20.00

ID Number: 95506



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH, BY THE CORPORATION**

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the state of Rhode Island:

1. The name of the corporation is AMN HEALTHCARE, INC.
2. The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
10 Waybosset Street, Providence, RI 02903
3. The address of the NEW registered office is:
222 Jefferson Blvd., Suite 200, Warwick, RI 02888
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
CT Corporation System
5. The name of the NEW registered agent is:
National Registered Agents, Inc.
6. The change of address of the registered office, or the appointment of a new registered agent, or both, as the case may be, shall become effective upon the filing of this statement, or on UPON FILING
(a date not prior to, nor more than 30 days after, filing this statement)
7. The change was authorized by resolution duly adopted by its board of directors.

Date: MAY 1, 2003

AMN HEALTHCARE, INC.

Print Corporate Name

By

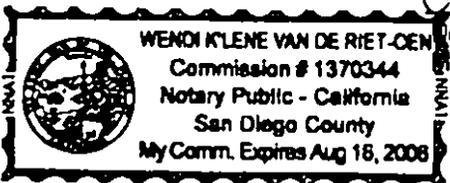
Its President or Its Vice President

Denise L. Jackson, Vice President

STATE OF California
COUNTY OF San Diego

In San Diego, on this 21 day of May, 2003, personally appeared before me Wendi Klene Van de Riet-Oen who, being by me first duly sworn, declared that he/she is the Wendi Klene Van de Riet-Oen of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Wendi Klene Van de Riet-Oen



Form No. 640
Revised: 01/99

Notary Public
My Commission Expires: Aug. 18, 2008

FILED

JUN 06 2003

By AMS 319449