

Filing Fee: \$20.00

ID Number: 90750



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
SEP 26 10 35 AM '03

BUSINESS CORPORATION

STATEMENT OF CHANGE OF REGISTERED AGENT
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 agent and its registered office in the state of Rhode Island:

1(1)

1. The name of the corporation is VALUEOPTIONS, 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:
Suite 200, 222 Jefferson Blvd., Warwick, RI 02888
3. The address of the NEW registered office is:
Suite 900, 170 Westminster Street, Providence, RI 02903
4. The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
National Registered Agents Inc.
5. The name of the NEW registered agent is:
Corporation Service Company
6. The appointment of a new registered agent and the new registered office, as the case may be, shall become effective upon the filing of this statement, or on _____
(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. [Strike if inapplicable pursuant to Section 7-1.1-51(1).]

Date: 9/19/03

VALUEOPTIONS, INC.

Print Corporate Name

By Laura R. Dunlap
Its President ☐ or Its Vice President ☐

Laura R. Dunlap, Attorney in Fact

STATE OF Florida
COUNTY OF Leon

In Tallahassee Florida on this 19th day of Sept, 2003, personally appeared before me Laura R. Dunlap who, being by me first duly sworn, declared that he/she is the Attorney in Fact _____ 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.

FILED

SEP 26 2003

Cynthia L. Harris
Notary Public

My Commission Expires: _____



CYNTHIA L. HARRIS
MY COMMISSION # DD 209394
EXPIRES: May 16, 2007
Elected Pro Budget Notary Services

COMMONWEALTH OF VIRGINIA)
CITY OF NORFOLK)

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT **REBECCA H. WHITE**, the **SECRETARY** of **FHC HEALTH SYSTEMS, INC.** ("the Company"), a corporation established under the laws of Virginia, and of the subsidiary entities shown on the list appended hereto, does hereby appoint Laura R. Dunlap and Patricia Pizzuto attorneys-in-fact for the Company and for the subsidiary entities, to act for the Company and for the subsidiary entities and in the name of the Company and of the subsidiary entities for the limited purposes authorized herein.

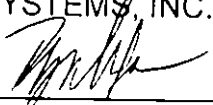
The Company and the subsidiary entities having taken all necessary steps to authorize the changes and the establishment of this Power of Attorney, hereby grants its attorneys-in-fact the power to execute the documents necessary to change the Company's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any jurisdiction.

In the execution of any documents necessary for the purposes set forth herein, Laura R. Dunlap shall exercise the power of Vice President and Patricia Pizzuto shall exercise the power of Secretary, or, in the case of entities having managers or other positions of authority rather than officers such as Vice President or Secretary, the named individuals shall act in such office and with such authority as is required to effect the changes herein contemplated.

This Power of Attorney expires upon the completion and filing of the documents necessary to effect the changes in registered agent and registered office addresses contemplated herein, or when revoked by [name of officer executing this Power of Attorney], which ever shall occur first.

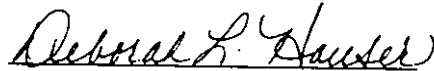
IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 9 day of Sept, 2003.

FHC HEALTH SYSTEMS, INC.

BY: 

REBECCA H. WHITE
SECRETARY

Subscribed and sworn to before me this 9th day of September, 2003.


Notary Public

**FHC HEALTH SYSTEMS
SUBSIDIARY ENTITY LIST**

ABS - FIRST STEP, INC.
ABS OF KENTUCKY, INC.
ABS OF NORTH CAROLINA, INC.
ABSOLUTE INTEGRATED SOLUTIONS, INC.
ALTERNATIVE BEHAVIORAL SERVICES, INC.
ALTERNATIVE MANAGEMENT SERVICES, INC.
BEHAVIORAL HEALTH ADMINISTRATORS, INC.
CBHP, INC.
CHCS IPA, INC.
CRAWFORD FIRST EDUCATION, INC.
FHC HEALTH SYSTEMS, INC.
FHC OPTIONS OF TEXAS, INC.
FIRST HOME CARE CORPORATION
FIRST HOSPITAL CORPORATION OF CHATTANOOGA
FIRST HOSPITAL CORPORATION OF HOPKINSVILLE
FIRST HOSPITAL CORPORATION OF NASHVILLE
FIRST HOSPITAL LABORATORIES, INC.
FIRST OPTION CORPORATION -NEBRASKA
FOUNDATIONS FOR HOME AND COMMUNITY, INC.
LIFESCAPE, LLC
OPTIONS FAMILY SERVICES, INC.
OPTIONS HEALTH CARE, INC.
PATHWARE, INC.
PINES RESIDENTIAL TREATMENT CENTER INC., THE
RX INNOVATIONS, L.L.C.
THE PINES RESIDENTIAL TREATMENT CENTER, INC.
TRIALSTAR, INC.
VALUE BEHAVIORAL HEALTH IPA OF NEW YORK, INC.
VALUE BEHAVIORAL HEALTH OF RHODE ISLAND, INC.
VALUEOPTIONS OF CALIFORNIA, INC.
VALUEOPTIONS OF OHIO, INC.
VALUEOPTIONS OF TENNESSEE, LLC
VALUEOPTIONS OF TEXAS, INC.
VALUEOPTIONS, INC.