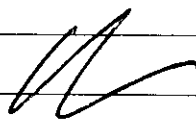


No. C 114020 Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Due no later than Mar 31, 2003 Annual Report Form 1. Mailing Address - Correct in this box, if applicable COLUMBIA HOMECARE GROUP, INC. PO BOX 750 NASHVILLE, TN 37202	2. Registered Agent and Office NO PO BOX CT CORPORATION SYSTEM 300 N 6TH ST BOISE, ID 83701 3. <u>New</u> Registered Agent Signature																		
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table border="1"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>President, Vice President Treasurer and Secretary</td> <td>Robert A. Waterman</td> <td>One Park Plaza</td> <td>Nashville, TN</td> <td>37203</td> <td></td> </tr> <tr> <td>Vice President</td> <td>John W. Dant, III</td> <td>One Park Plaza</td> <td>Nashville, TN</td> <td>37203</td> <td></td> </tr> </tbody> </table>			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	President, Vice President Treasurer and Secretary	Robert A. Waterman	One Park Plaza	Nashville, TN	37203		Vice President	John W. Dant, III	One Park Plaza	Nashville, TN	37203	
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5. Organized Under the Laws of: DELAWARE C 114020	6. Signature  Date <u>2/3/2003</u> President, VP Name <small>(Typed or Printed)</small> <u>Robert A. Waterman</u> Title <u>Treasurer and Secretary</u>																			

February 21, 2001

**OFFICERS AND DIRECTORS
OF
COLUMBIA HOMECARE GROUP, INC.**

* Robert A. Waterman	President, Vice President, Treasurer and Secretary	One Park Plaza Nashville, TN 37203
John W. Dant, III	Vice President	One Park Plaza Nashville, TN 37203

***Director**
(Delaware)

Persons employed in the capacity of Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Administrator and Assistant Administrator of any facilities owned and/or operated by this Corporation, are hereby authorized to, subject to the Corporation's policies and procedures, (a) manage the facilities and all employees and agents of the Corporation at such facilities, and take such other acts as are necessary or appropriate for the proper functioning of the facilities, and (b) negotiate and enter into contracts and agreements necessary to the conduct of the day-to-day business of such facility, including, but not limited to, physician contracts, personal property leases, purchase agreements, cost reports, and similar documents (but specifically excluding any contracts or leases relating to real estate, except for leases to tenants in buildings owned by or leased to the Corporation entered into pursuant to the Corporation's policies and procedures), which with the advice of legal counsel, shall be deemed appropriate and advisable, and to execute and deliver Certificates of Resolution required in connection with such contracts and agreements.