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526 Park Ave.
Tallahassee, Florida 32302
(904) 681-6591

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-07/17/00--01002--002

*****78.75 *****78.75

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) if known:

Geriatric Resources, Inc.

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 JUL 14 PM 5:20

☐ Photocopy

☒ Certified Copy

☐ CERTIFICATE OF STATE

☐ CERTIFICATE OF GOOD
STANDING

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS TO
INCLUDE ARTS & AMENDS

☐ CERTIFICATE OF FICTITIOUS
NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

RECEIVED
00 JUL 14 PM 3:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NEW FILINGS

Profit

NonProfit

Limited Liability

Domestication

Other

AMENDMENTS

Amendment

Resignation of RA Officer/Director

Change of Registered Agent

Dissolution/Withdrawal

Merger

OTHER FILINGS

Annual Report

Fictitious Name

Name Reservation

REGISTRATION/QUALIFICATION

☒ Foreign

Limited Partnership

Reinstatement

Trademark

Other



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 14, 2000

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: GERIATRIC RESOURCES, INC.
Ref. Number: W00000017742

Corrected
7-18-00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 14 PM 5:20

7/14

We have received your document for GERIATRIC RESOURCES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The actual name of this Tennessee corporation is NOT AVAILABLE in Florida because it is too similar to the name of a Florida corporation called GERIATRIC RESOURCES, INC. (Please see attached printout.)

The alternate name that you have chosen -- GERIATRIC RESOURCES OF FLORIDA INC. -- is however ALSO too similar to the name GERIATRIC RESOURCES, INC.

The Name Rules adopted by the Florida Division of Corporations state that the addition of the word "FLORIDA" or "OF FLORIDA" to a name do NOT constitute a significant difference.

Please choose another ALTERNATE NAME.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 200A0003891

RECEIVED
00 JUL 18 PM 4:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

CERTIFIED RESOLUTIONS

OF

GERIATRIC RESOURCES, INC.

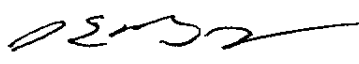
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DIVISION OF CORPORATIONS
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RESOLVED, that it is deemed advisable for the corporation to adopt
"Sunshine State Geriatric Resources, Inc." as a fictitious name under
which it will do business in the State of Florida; and

FURTHER RESOLVED, that the vice president of the corporation is
authorized to make application to the Secretary of State of Florida for
such fictitious name and the president, the vice president and the
secretary of the corporation, or any one of them, are authorized to do
any and all things required to effectuate the use of the fictitious name
in the State of Florida.

I, Kelly McBryde Vice President of Geriatric Resources, Inc., hereby certify that the
foregoing resolutions were adopted by the unanimous written consent of the Board of Directors
dated September 17, 1999, and that these resolutions remain in full force and effect.

This 27th day of September, 1999.



(Kelly McBryde) Vice President

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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1. Geriatric Resources, Inc. which will do business in Florida as Sunshine State Geriatric Resources, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Tennessee 3. 62-1694955
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 23, 1997 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. when qualified
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 408 Broad Street
Chattanooga, Tennessee 37402
(Current mailing address)

8. Healthcare Management
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: NRAI SERVICES, INC.
Office Address: 526 East Park Avenue
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

Jaye Markley - Asst. Secretary
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable) The officers named under B serve as the directors of the corporation..

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Stan Caummisar

Address: 2182 Kimbrough Woods Place, Germantown, Tennessee 38139

Vice President: Brooks Ayers

Address: 5195 Water Ridge Road, Tupelo, Mississippi 38801

Vice President: Kelly McBryde
2604 Arbor Way, Hixson, Tennessee 37343

Secretary: Roger Glass

Address: 4520 Fire Pink Trail, Chattanooga, Tennessee 37415

Treasurer: Karen Tate, Chief Financial Officer and Assistant Secretary

Address: 408 Broad Street

Chattanooga, Tennessee 37402

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kelly McBryde, Vice President
(Typed or printed name and capacity of person signing application)

FILED
DIVISION OF CORPORATIONS
00 JUL 14 PM 5:20

**Secretary of State
Corporations Section**

**James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 05/25/2000
REQUEST NUMBER: 001462013
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 04/23/1997
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0329402
JURISDICTION: TENNESSEE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 14 PM 5:20

TO:
CHAMBLISS BAHNER & STOPHEL
1000TALLAN BLDG
TOW UNION SQ
CHATTANOOGA, TN 37402

REQUESTED BY:
CHAMBLISS BAHNER & STOPHEL
1000TALLAN BLDG
TOW UNION SQ
CHATTANOOGA, TN 37402

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"GERIATRIC RESOURCES, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE; AND
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

FOR: REQUEST FOR CERTIFICATE

ON DATE: 05/25/00

FROM:
CHAMBLISS BAHNER & STOPHEL (TWO UNION SQ
SUITE 1000
TWO UNION SQUARE
CHATTANOOGA, TN 37402-2502

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002692989
ACCOUNT NUMBER: 00000751



SS-4458

Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE