

F01000004732

LAW OFFICES OF
MOZER & SWETINICK
818 • 18TH STREET, N.W.
SUITE 800
WASHINGTON, D.C. 20006
TEL: (202) 223-2900
FAX: (202) 223-4542

217 BROADWAY
NEW YORK, NEW YORK 10007
TEL: (212) 349-2800
FAX: (212) 349-2944

\$5306.25

00855-00734-00672

NJM

August 13, 2001

9/4

W01-19285

Office of the Florida Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32399

800004536778--8
-08/15/01--01079--002
****78.75 ****78.75

CUS

RE: Elderly Housing Development and Operations Corporation

800004536778--8
-09/06/01--01005--015
***5306.25 ***5306.25

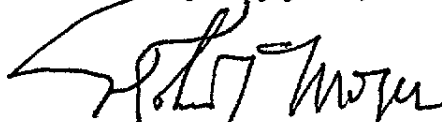
Gentlemen:

Enclosed please find *Application By Foreign Not For Profit Corporation For Authorization to Conduct Its Affairs In Florida* for Elderly Housing Development and Operations Corporation, together with Certified Articles of Incorporation and a Certificate of Good Standing (Certificate of Existence) issued by the District of Columbia.

Also enclosed is a check made payable to the Florida Department of State in the sum of \$78.75 for the filing fee and Certificate of Status.

Should you desire any additional information, please do not hesitate to contact the undersigned.

Very truly yours,


Robert J. Mozer

FILED
01 SEP -4 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RJM:eho
Enclosures
cc: Steve Protulis, Executive Vice
President, EHD0C

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ELDERLY HOUSING DEVELOPMENT AND OPERATIONS CORPORATION
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Robert J. Mozer, Esq.

(Name of Person)

Mozer & Swetnick

(Firm/Company)

818 - 18th Street, N.W.; #800

(Address)

Washington, D.C. 20006

(City/State and Zip Code)

For further information concerning this matter, please call:

Robert J. Mozer

(Name of Person)

at (202) 223-2900

(Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 20, 2001

ROBERT J. MOZER
MOZER & SWETNICK
818 18TH STREET N.W., SUITE 800
WASHINGTON, DC 20006

SUBJECT: ELDERLY HOUSING DEVELOPMENT AND OPERATIONS
CORPORATION
Ref. Number: W01000019285

We have received your document for ELDERLY HOUSING DEVELOPMENT AND OPERATIONS CORPORATION and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$5,306.25.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 601A00047507

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. ELDERLY HOUSING DEVELOPMENT AND OPERATIONS CORPORATION
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. District of Columbia 3. 65-0665009
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 30, 1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. July 1, 1996
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 4300 N. University Drive, Suite D-106, Lauderhill, FL 33351
(Principal office address)
4300 N. University Drive, Suite D-106, Lauderhill, FL 33351
(Current mailing address)
8. Management of senior citizens housing facilities
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: Erica Schmelzer

Office Address: 4300 N. University Drive; D-106
Lauderhill, Florida 33351
(City) (Zip Code)

01 SEP - 4 AM 11:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Erica Schmelzer
(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:

A. DIRECTORS

Director: ~~Chairman~~ John J. Barry

Address: 1125 - 15th Street, NW
Washington, DC 20006

Director: ~~Vice Chairman~~ Anthony J. Fernandez

Address: 29 Snowflake Lane
Edison, NJ 08820

Director: Susan L. Phillips

Address: 1775 K Street, NW
Washington, DC 20006

Director: Jim Sykes

Address: 2100 Rowley Avenue
Madison, WI 53705

B. OFFICERS

President: Kenneth L. Worley

Address: 10337 Akinsville Drive
Fortuna, MO 65034

Vice President: (Exec. VP) Steve Protulis (VP) Jane Becker (VP) Robert A. Georgine

Address: 9422 Clocktower Lane 172 Steeplechase Cr. 111 Massachusetts Ave., NW
Columbia, MD 21046 Gibsonia, PA 15044 Washington, DC 20001

Secretary: Maria C. Cordone

Address: 9000 Machinists Place; Upper Marlboro, MD 20772

Treasurer: Eugene D. Glover

Address: 13704 Middlevale Lane; Silver Spring, MD 20906

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

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

14. Steve Protulis, Executive Vice President
(Typed or printed name and capacity of person signing application)

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the **30th** day of **April**, **1996** *Articles of Incorporation of:*

ELDERLY HOUSING DEVELOPMENT AND OPERATIONS CORPORATION

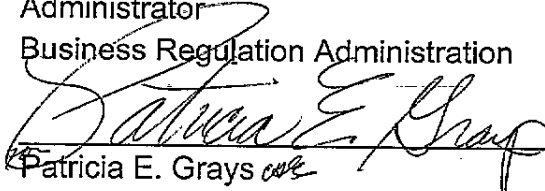
The above named corporation is duly incorporated and existing pursuant to and by virtue of the Nonprofit Corporation Act of the District of Columbia and authorized to conduct its affairs in the District of Columbia as of the date mentioned above.

WE FURTHER CERTIFY that the above entitled corporation is at the time of issuance of this certificate in Good Standing, according to the records of the Corporations Division, having filed all reports required by the District of Columbia Nonprofit Corporation Act.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this **19th** day of **July**, **2001**.

David Clark
Acting Director

Winnie R. Huston
Administrator
Business Regulation Administration


Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor