F02000002346

CT CORPORATION SYSTEM

CORPORATION(S) NAME

1) HRA Management Corporation

02 MAY 10 PM 4:29
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 10 PM 3:15
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DIVISION OF CORPORATIONS

(x) Profit () Nonprofit	() Amendment	() Merger
(x) Foreign	() Dissolution/Withdrawal () Reinstatement	() Mark
() Limited Partnership () LLC	() Annual Report () Name Registration () Fictitious Name	() Other () Change of RA () UCC
(x) Certified Copy	() Photocopies	(x) CUS
() Call When Ready (x) Walk In () Mail Out	() Call If Problem () Will Wait	() After 4:30 (x) Pick Up

Name Availability ______ 5/10/02 Order#: 5326168

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W.P. Verifier ______ -05/13/02--01001--007

BK Amount: $ *****87.50 *****87.50

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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. HRA MANAGEMENT CORPORATION
(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. DELAWARE
(State or country under the law of which it is incorporated)

3. 61-1408617
(FEI number, if applicable)

4. MARCH 6, 2002
(Date of incorporation)

5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 225 OSPREY COURT, VERO BEACH, FLORIDA 32963
(Principal office address)

225 OSPREY COURT, VERO BEACH, FLORIDA 32963
(Current mailing address)

8. OWNER OF LEASEHOLD INTERESTS IN ASSISTED LIVING FACILITIES.
(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: F & L CORP.

Office Address: The Greenleaf Building
200 Laura Street, 3rd Floor

Jacksonville, Florida 32201-0240
(City) (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.

Charles V. Hedrick
(Registered agent's signature) Authorized Signatory

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 business addresses of officers and/or directors:**

A. DIRECTORS

Chairman: TIMOTHY S. SMICK

Address: 225 OSPREY COURT, VERO BEACH, FLORIDA 32963

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Director ~~Vice Chairman~~: DANIEL SIMMONS

Address: 225 OSPREY COURT, VERO BEACH, FLORIDA 32963

Director:

Address:

Director:

Address:

B. OFFICERS

President: TIMOTHY S. SMICK

Address: 225 OSPREY COURT, VERO BEACH, FLORIDA 32963

Vice President: DANIEL SIMMONS

Address: 225 OSPREY COURT, VERO BEACH, FLORIDA 32963

Secretary: DANIEL SIMMONS

Address: 225 OSPREY COURT, VERO BEACH, FLORIDA 32963

Treasurer: TIMOTHY S. SMICK

Address: 225 OSPREY COURT, VERO BEACH, FLORIDA 32963

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

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

14. TIMOTHY S. SMICK, CHAIRMAN OF THE BOARD AND PRESIDENT
(Typed or printed name and capacity of person signing application)

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HRA MANAGEMENT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
02 MAY 10 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3498855 8300

AUTHENTICATION: 1761920

020288362

DATE: 05-06-02