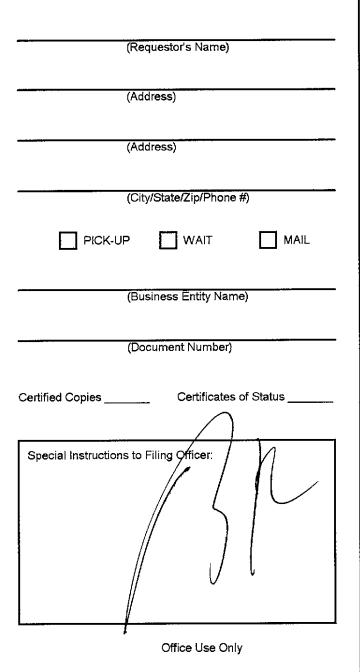
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05 SEP 14 PN 1:07

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ACCOUNT NO. : 072100000032

REFERENCE : 595153

AUTHORIZATION: Tatricia

COST LIMIT : \$ 70

ORDER DATE: September 14, 2005

ORDER TIME : 10:02 AM

ORDER NO. : 595153-020

CUSTOMER NO: 4305663

CUSTOMER: Ms. Laura J. Lincoln

Bass, Berry & Sims Plc Suite 2700, 315 Deaderick Street Amsouth Center Nashville, TN 37238-3001

FOREIGN FILINGS

NAME: ARC BRADENTON MANAGEMENT,

INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXX PLAIN STAMPED COPY

_ _ _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis -- EXT#

EXAMINER:

4305663

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT

	DOSINESS	E. C.
		STATUTES, THE FOLLOWING IS SUBMITTED TO BUSINESS IN THE STATE OF FLORIDA.
1. ARC Bradent	on Management, Inc.	SEE SEE
	orporation; must include "INCORPORATEL orp," "Inc," "Co," or "Corp."))," "COMPANY," "CORPORATION,"
(If name unavail	able in Florida, enter alternate corporate name	e adopted for the purpose of transacting business in Florida)
2. Tennessee		applied for
	under the law of which it is incorporated)	(FEI number, if applicable)
4.	9-12-05	perpetual
(Date	of incorporation)	(Duration: Year corp. will cease to exist or "perpetual")
6. <u>Upon Qua</u>	lification	
7 111 Westwood	`	in Florida, if prior to registration) 1502, F.S., to determine penalty liability)
/	(Principal office ad	dress)
Brentwood, '	` •	
Brentwood,	(Current mailing ad	dress)
	•	
8. own, operat	e and/or manage asstd. living,	ind. living and skilled nursing facility
(Purpose(s	s) of corporation authorized in home state or c	country to be carried out in state of Florida)
9. Name and stree	et address of Florida registered agent: (P.	O. Box NOT acceptable)
Name:	Corporation Service Company	
Office Address:	1201 Hays Street	
	Tallahassee	, Florida 32301
	(City)	(Zip code)
Having been nam designated in this further agree to c	application, I hereby accept the appoint	vice of process for the above stated corporation at the place tment as registered agent and agree to act in this capacity. I relative to the proper and complete performance of my duties, osition as registered agent.
В	Corporation Service Company Y: A Hora A Markey	Cynthia L. Harris as its agent

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.

(Registered agent's signature)

12. Names and business addresses of officers and/or directors:

A. DIRECTORS
Chairman: W.E. Sheriff, sole director
Address: 111 Westwood Place, Suite 200
Brentwood, TN 37027
Vice Chairman:
Address:
Director:
Address:
Director:
Address:
B. OFFICERS
President:
Address:
Vice President:
Address:
Secretary:
Address:
Treasurer:
Address:
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
13. (Signature of Director or Officer listed in number 12 of the application)
14. W.E. Sheriff, Sole Director
(Typed or printed name and capacity of person signing application)

Secretary of State **Division of Business Services** 312 Eighth Avenue North 6th Floor, William R. Snodgrass Tower Nashville, Tennessee 37243

ISSUANCE DATE: 09/12/2005 REQUEST NUMBER: 05255521 TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 09/09/2005 STATUS: ACTIVE CORPORATE EXPIRATION DATE: PERPETUAL CONTROL NUMBER: 0502116 JURISDICTION: TENNESSEE

TO: CFS 8161 HWY 100 NASHVILLE, TN 37221

REQUESTED BY: CFS 8161 HWY 100

NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT "ARC BRADENTON MANAGEMENT, 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 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: 09/12/05

FEES \$180.00 RECEIVED:

\$0.00

CFS 8161 HIGHWAY 100

FROM:

TOTAL PAYMENT RECEIVED:

\$180.00

ÑÁŚĤVILLE, TN 37221-0000

RECEIPT NUMBER: 00003797731 ACCOUNT NUMBER: 00101230



RILEY C. DARNELL

SECRETARY OF STATE