

F06000000397

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

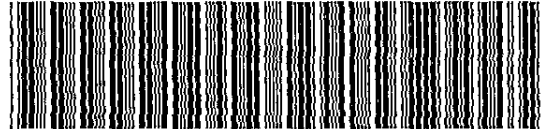
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 JAN 20 PM 4: 32

RECEIVED  
06 JAN 20 11:04:43  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 822766 4305663
AUTHORIZATION : [Signature]
COST LIMIT : \$ 70

ORDER DATE : January 20, 2006
ORDER TIME : 10:02 AM
ORDER NO. : 822766-005
CUSTOMER NO: 4305663

FOREIGN FILINGS

NAME: ARC BAY PINES, INC.

XXXX QUALIFICATION (TYPE: CQ)

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:

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**A. DIRECTORS**

Chairman: W. E. Sheriff  
Address: 111 Westwood Place, Suite 200  
Brentwood, TN 37027

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

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**B. OFFICERS**

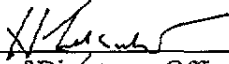
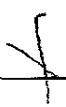
President: see attached  
Address: \_\_\_\_\_

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)  
**H. Todd Kaestner**  
14.  **EVP - Corporate Development**  
(Typed or printed name and capacity of person signing application)

### Officers

W. E. Sheriff	Chairman, Chief Executive Officer and President
Gregory B. Richard	Executive Vice President and Chief Operating Officer
H. Todd Kaestner	Executive Vice President - Corporate Development
George T. Hicks	Executive Vice President - Finance and Internal Audit, Secretary and Treasurer
James T. Money	Executive Vice President - Sales and Marketing
Bryan D. Richardson	Executive Vice President - Finance and Chief Financial Officer
Ross C. Roadman	Senior Vice President - Strategic Planning and Investor Relations
Terry L. Frisby	Senior Vice President - Human Resources, Corporate Compliance and Culture
Jack Leebron	Senior Vice President - Legal Services
E. Carl Johnson	Senior Vice President
Lee A. McKnight	Senior Vice President - Retirement Community Marketing
Gary Anderson	Regional Vice President - Operations
Ronald Aylor	Senior Vice President - Sales
Eddie Fenoglio	Regional Vice President - Operations
Fred Ewing	Regional Vice President - Operations
Sheila Garner	Regional Vice President - Operations
Glenn Kiger	Regional Vice President - Operations
Matt Fontana	Vice President - Advertising and Public Relations
John Gerard Schwaner	Vice President - Assisted Living Marketing
Lee Anne Fein	Senior Vice President - Innovative Senior Care
Kimberly Myers	Vice President and Corporate Controller
Mark Ranno	Vice President - Dining Services
Marla Sovereign	Senior Vice President - Assisted Living

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

ISSUANCE DATE: 01/12/2006  
REQUEST NUMBER: 06012564  
TELEPHONE CONTACT: (615) 741-6488  
CHARTER/QUALIFICATION DATE: 12/29/2005  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0509816  
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 BAY PINES, 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

FILED  
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DIVISION OF CORPORATIONS  
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FOR: REQUEST FOR CERTIFICATE

ON DATE: 01/12/06

FROM:  
CAPITAL FILING SERVICE (CFS)  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221-0000

RECEIVED: FEES \$80.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$80.00

RECEIPT NUMBER: 00003842666  
ACCOUNT NUMBER: 00101230



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE