

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

100002342441--8

-11/10/97--01061--003

*****70.00 *****70.00

Genesis Eldercare Adult Day Health Services, Inc.

- ☒ Profit
☐ NonProfit
☒ Limited Liability Co.
☒ Foreign
☐ Amendment
☐ Merger
☐ Dissolution/Withdrawal
☐ Mark
☐ Limited Partnership
☐ Annual Report
☐ Other
☐ Reinstatement
☐ Change of R.A.
☐ Fictitious Name Filing
☐ Certified Copy
☐ Photo Copies
☐ CUS
☐ Call When Ready
☐ Call if Problem
☐ After 4:30
☒ Walk In
☐ Will Wait
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NOV 10 1997

Thanks,
Jeff

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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:

1. Genesis Eldercare Adult Day Health Services, 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. Pennsylvania
(State or country under the law of which it is incorporated)
3. 23-2877674
(FEI number, if applicable)
4. February 14, 1997
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 148 W. State Street, Kennett Square, Pennsylvania 19348
(Current mailing address)
8. The operation of an adult day care center.
(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:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

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10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

MARY ALICE ROGERS

Special Assistant Secretary

(Type Name and Title of Officer)

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

Chairman: Michael R. Walker

Address: 148 W. State Street

Kennett Square, Pennsylvania 19348

Vice Chairman: _____

Address: _____

Director: Richard R. Howard

Address: 148 W. State Street

Kennett Square, Pennsylvania 19348

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

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

14. Ira C. Gubernick, Esquire, Secretary
(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
Genesis Eldercare Adult Day Health Services, Inc.**

1. Michael R. Walker, Chairman and Chief Executive Officer
148 W. State Street
Kennett Square, Pennsylvania 19348
2. Richard R. Howard, President
148 W. State Street
Kennett Square, Pennsylvania 19348
3. David C. Barr, Executive Vice President & Chief Operating Officer
148 W. State Street
Kennett Square, Pennsylvania 19348
4. George V. Hager, Jr., Sr. Vice President & Chief Financial Officer
148 W. State Street
Kennett Square, Pennsylvania 19348
5. Corrine Duncan, Sr. Vice Pres., Community Services, N.E. Region
148 W. State Street
Kennett Square, Pennsylvania 19348
6. Kenneth Cullerot, Controller
One Fisher Avenue
Pennacook, New Hampshire 03303
7. Richard Sunderland, Vice President & Controller
148 W. State Street
Kennett Square, Pennsylvania 19348
8. Kimberly M. Carr, Vice Pres., Community Services-Mid Atlantic Region
148 W. State Street
Kennett Square, Pennsylvania 19348
9. Edward J. Boeggeman, Vice Pres. & Controller-Mid Atlantic Region
148 W. State Street
Kennett Square, Pennsylvania 19348
10. Robert Rabil, Controller - Southern Region
515 Fairmount Avenue
Towson, Maryland 21286
11. Ira C. Gubernick, General Counsel-Corporation & Secretary
148 W. State Street
Kennett Square, Pennsylvania 19348
12. James V. McKeon, Vice Pres., Corporate Controller & Asst. Secretary
148 W. State Street

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Appendix to Application by Fgn. Corp. for Authorization to Transact Business in Flor
Kennett Square, Pennsylvania 19348

13. Kenneth R. Kuhnle, Treasurer
148 W. State Street
Kennett Square, Pennsylvania 19348
14. Maureen Gimpel Maley, Assistant Secretary
148 W. State Street
Kennett Square, Pennsylvania 19348

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

NOVEMBER 05, 1997

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

GENESIS ELDERCARE ADULT DAY HEALTH SERVICES, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

A handwritten signature in cursive script, appearing to read "G. Peter Kane".

Secretary of the Commonwealth

DPOS

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