



THE UNITED STATES
CORPORATION
COMPANY

F97000006080

ACCOUNT NO. : 072100000032

REFERENCE : 546587 4808363

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyjunt

ORDER DATE : September 29, 1997

ORDER TIME : 11:09 AM

ORDER NO. : 546587-005

300002306153--1

CUSTOMER NO: 4808363

CUSTOMER: Juanita I. Kerrigan, Esq
Avatar Holdings, Inc.
255 Alhambra Circle, 8th Floor

Coral Gables, FL 33134

W97-22257

FOREIGN FILINGS

NAME: AVATAR RETIREMENT COMMUNITIES,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

9/11/18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 10:39

RECEIVED
97 SEP 29 PM 12:16
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 29, 1997

CSC NETWORKS

~~WARREN WHITTAKER~~

STEPHANIE STSCHERMAN

SUBJECT: AVATAR RETIREMENT COMMUNITIES, INC.
Ref. Number: W97000022257

RESUBMIT
Please give original
submission date as file date.

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 497A00047971

RECEIVED
97 NOV 18 AM 9:50
DIVISION OF CORPORATIONS

**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:*

1. **Avatar Retirement Communities, 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. **Delaware**
(State or country under the law of which it is incorporated)

3. **To be applied for**
(FEI number, if applicable)

4. **August 29, 1997**
(Date of Incorporation)

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

6. **n/a - not commenced**
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. **255 Alhambra Circle, Coral Gables, Florida 33134**

(Current mailing address)

8. **Any lawful act or activity for which corporations may be organized under
the General Corporation Law of the State of Florida.**
(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: **Juanita I. Kerrigan**
c/o Avatar Holdings Inc.
Office Address: **255 Alhambra Circle**

Coral Gables, Florida, **33134**
(Zip Code)

10. **Registered agent's acceptance:**

Having been named as registered agent 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.

By: *Juanita I. Kerrigan*
Juanita I. Kerrigan (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.

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DIVISION OF CORPORATIONS
97 SEP 29 AM 10:39

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address ONLY - P.O. Box NOT acceptable)

Chairman: Gerald D. Kelfer

Address: 255 Alhambra Circle
Coral Gables, Florida 33134

Vice Chairman: n/a

Address: _____

Director: Dennis J. Getman

Address: 255 Alhambra Circle
Coral Gables, Florida 33134

Director: Charles L. McNairy

Address: 255 Alhambra Circle
Coral Gables, Florida 33134

B. OFFICERS (Street address ONLY - P.O. Box NOT acceptable)

President: Gerald D. Kelfer

Address: 255 Alhambra Circle
Coral Gables, Florida 33134

Executive Vice President: Dennis J. Getman

Address: 255 Alhambra Circle
Coral Gables, Florida 33134

Vice Pres. & Secretary: Juanita L. Kerrigan

Address: 255 Alhambra Circle
Coral Gables, Florida 33134

Exec. VP & Treasurer: Charles L. McNairy

Address: 255 Alhambra Circle
Coral Gables, Florida 33134

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

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

14 Juanita L. Kerrigan, Vice President
(Typed or printed name and capacity of person signing application)

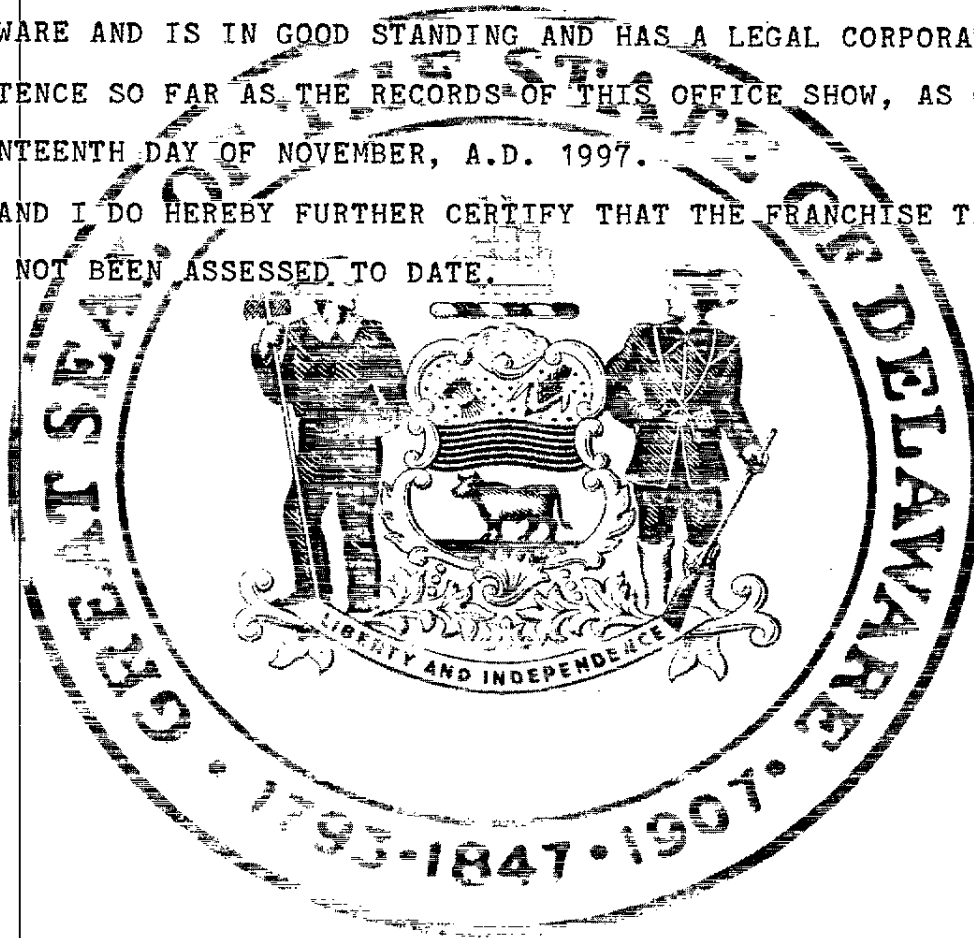
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AVATAR RETIREMENT COMMUNITIES, INC." 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 SEVENTEENTH DAY OF NOVEMBER, A.D. 1997.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 10:40



Edward J. Freel

Edward J. Freel, Secretary of State

2790891 8300

971391059

AUTHENTICATION: 8760836

DATE: 11-17-97