

**CORPORATE
ACCESS
INC.**

116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32313
P.O. Box 37066 (32313-7066) (850) 222-2666 (800) 969-5666 Fax (850) 222-5666

9800000666

WALK IN

PICK UP 12/8/98 11:00 NT ☺

CERTIFIED COPY

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PHOTO COPY

FILING For. qual.

1.) Arc Lady Lake, Inc.
(CORPORATE NAME & DOCUMENT #)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
98 DEC -8 AM 10:01

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12/8

RECEIVED
98 DEC -8 AM 9:40

SPECIAL INSTRUCTIONS

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. ARC LADY LAKE, INC.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. Tennessee
(State or country under the law of which it is incorporated)

3. 10/23/98 4. perpetual
(Date of Incorporation) (Duration)

5. applied for
(Federal Employer Identification number, if applicable)

6. 12/11/98
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 111 Westwood Place, Suite 402, Brentwood, TN 37027
(Current mailing address)

8. own, operate and management of retirement, senior living assisted living and memory impaired facilities
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors: Officers

Chairman: and Chief Executive Officer: W.E. Sherrr

Address: Executive Vice President - Corporate Development
H. Todd Kaestner

Executive Vice President - Development Services
James T. Money

Vice Chairman: Secretary - George T. Hicks

Address: Vice President - Tom Downs
Vice President - Lee McKnight

Director: Address: 111 Westwood Place, Suite 402
Brentwood, TN 37027

Director: Address:

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TALLAHASSEE FLORIDA

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B. Officers:

President: _____
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

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TALLAHASSEE FLORIDA

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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: NRAI Services, Inc.
Office Address: 526 E. Park Avenue
Tallahassee, Florida 32301
Zip Code

11. 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.

Registered agent's signature:

Gary L. Luman
(Officer)
Asst. Secretary
(Type Name and Title of Officer)

12. 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.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. George T. Hicks - Secretary and Chief Financial Officer
(Name and capacity of person signing application)

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

ISSUANCE DATE: 12/03/1998
REQUEST NUMBER: 98337157
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 10/23/1998
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0359620
JURISDICTION: TENNESSEE

TO:
CAPITAL FILING SERVICE, INC.
7051 HIGHWAY 70 SO.
NO. 333
NASHVILLE, TN 37221

REQUESTED BY:
CAPITAL FILING SERVICE, INC.
7051 HIGHWAY 70 SO.
NO. 333
NASHVILLE, TN 37221

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"ARC LADY LAKE, 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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 12/03/98

RECEIVED: FEES \$240.00 \$0.00

TOTAL PAYMENT RECEIVED: \$240.00

FROM:
CAPITAL FILING SERVICE, INC.
7051 HWY 70 S
#333
NASHVILLE, TN 37221-0000

RECEIPT NUMBER: 00002392506
ACCOUNT NUMBER: 00101230



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE