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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
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Corporation(s) Name

AHC Borrower

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 AUG -7 PM 2:02

☒ Profit ☐ Amendment ☐ Merger

☐ Nonprofit

☒ Foreign ☐ Dissolution ☐ Mark

☐ LLC

☐ Limited Partnership ☐ Annual Report ☐ Other

☐ Reinstatement ☐ Reservation ☐ Ch. RA

☐ Fictitious Name ☐ UCC

☐ Certified Copy ☐ Photocopies ☐ CUS

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To:
Melanie Strickland

Thank You!

AUG -7
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
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RECEIVED

**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. AHC Borrower I, 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. Applied Form

(FEI number, if applicable)

4. 07/27/2000

(Date of incorporation)

5. Perpetual

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

6. Upon Filing

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 10000 Innovation Drive, Milwaukee, WI 53226

(Current mailing address)

To own and operate assisted living residences.

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

10. **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. C T Corporation System

By: Connie Bryan

(Registered agent's signature)

Connie Bryan, Special Asst. Secy.

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:** (Street address **ONLY** - P.O. Box **NOT** acceptable)

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

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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CLERK OF SUPERIOR COURT
CLERK OF SUPERIOR COURT
CLERK OF SUPERIOR COURT

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

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

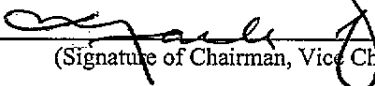
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Mark W. Ohlendorf, Vice President

(Typed or printed name and capacity of person signing application)

**AHC BORROWER I, INC.
OFFICERS AND DIRECTORS**

| | | Street Address | City, State, Zip |
|---------------------------|--|------------------------|---------------------|
| Directors: | | | |
| William F. Lasky | | 10000 Innovation Drive | Milwaukee, WI 53226 |
| Mark W. Ohlendorf | | 10000 Innovation Drive | Milwaukee, WI 53226 |
| Steven L. Vick | | 10000 Innovation Drive | Milwaukee, WI 53226 |
| Officers: | | | |
| William F. Lasky | Chief Executive Officer, President | 10000 Innovation Drive | Milwaukee, WI 53226 |
| Steven L. Vick | Chief Operating Officer | 10000 Innovation Drive | Milwaukee, WI 53226 |
| Mark W. Ohlendorf | Vice President, Secretary and Treasurer | 10000 Innovation Drive | Milwaukee, WI 53226 |
| Kristin A. Ferge | Vice President, Assistant Secretary | 10000 Innovation Drive | Milwaukee, WI 53226 |
| Geri Krupp-Gordon | Vice President, Assistant Secretary | 10000 Innovation Drive | Milwaukee, WI 53226 |
| Anthony R. Geonnotti, Jr. | Vice President, Assistant Secretary | 10000 Innovation Drive | Milwaukee, WI 53226 |
| John D. Peterson | Vice President, Assistant Secretary | 10000 Innovation Drive | Milwaukee, WI 53226 |

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IN FILE STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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 "AHC BORROWER I, 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 TWENTY-SEVENTH DAY OF JULY, A.D. 2000.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG - 1 PM 2:02



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0586468

DATE:

07-27-00