

VIA FEDERAL EXPRESS

FOO 0000006865

TRANSMITTAL LETTER

TO: Brenda Tavelock, Section Administrator
Registration Section
Division of Corporations

SUBJECT: Senior Health Properties - South, Inc.
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Jill Spalding, Legal Assistant
(Name of Person)

Spector, Gadon & Rosen, P.C.
(Firm/Company)

1635 Market Street, 7th Floor
(Address)

Philadelphia, PA 19103
(City/State and Zip Code)

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-08/27/02--01046--003

*****35.00 *****35.00

For further information concerning this matter, please call:

Jill Spalding, Legal Assistant at (215) 241-8893
(Name of Person) (Area Code & Daytime Telephone Number)

X **STREET ADDRESS:**
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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R

Enclosed is a check for the following amount:

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certificate of Status & Certified Copy
X \$35.00 Filing Fee			



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 3, 2002

JILL SPALDING
1635 MARKET STREET, 7TH FLOOR
PHILADELPHIA, PA 19103

SUBJECT: SENIOR HEALTH PROPERTIES - SOUTH, INC.
Ref. Number: F00000006865

FILED
02 AUG 27 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SENIOR HEALTH PROPERTIES - SOUTH, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

This document was previously filed on December 12, 2000.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 902A00050806

08/14/2002 13:25 FAX

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

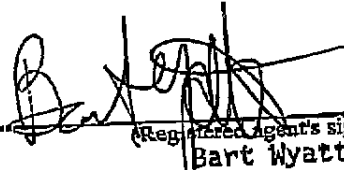
IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Senior Health Properties - South, Inc.
(Name of corporation; must include the word "INCORPORATED" 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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. California
(State or country under the law of which it is incorporated)
3. 31-1571683
(FBI number, if applicable)
4. October 15, 1997
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. December 12, 2000
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 785 Fifth Ave., Suite 5, Chambersburg, PA 17201
(Principal office address)
785 Fifth Ave., Suite 5, Chambersburg, PA 17201
(Current mailing address)
8. This corporation is organized for charitable purposes, including, without limitation, the ownership and operation of one or more facilities providing independent, assisted living and special care facilities and services to aged persons.
(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: Bart WyattOffice Address: 100 2nd Avenue South, Suite 901S
St. Petersburg, Florida 33701
(City) (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.


(Registered agent's signature)
Bart Wyatt

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: Carol A. Tschop
Address: 785 Fifth Avenue, Third Floor, Suite 5
Chambersburg, PA 17201

Vice Chairman: _____
Address: _____

Director: Scott W. Clark
Address: 13714 Via Roma Circle
Clermont, FL 34711

Director: Bruce Hall
Address: 655 S. Gulph Road
King of Prussia, PA 19406-3704

B. OFFICERS

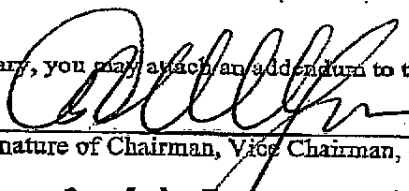
President: Carol A. Tschop
Address: 785 Fifth Avenue, Third Floor, Suite 5
Chambersburg, PA 17201

Vice President: _____
Address: _____

Secretary: Scott W. Clark
Address: 13714 Via Roma Circle, Clermont, FL 34711

Treasurer: Bruce Hall
Address: 655 S. Gulph Road, King of Prussia, PA 19406-3704

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. Carol A. Tschop, President
(Typed or printed name and capacity of person signing application)

02 AUG 27 AM 8:51
RECEIVED
TALLAHASSEE, FLORIDA

FILED