

FD300005821

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

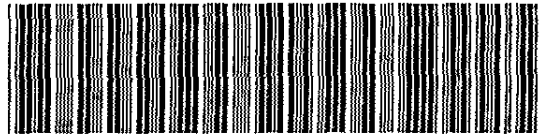
(Document Number)

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10/06/03--01059--014 **70.00

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TALLAHASSEE, FLORIDA

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FD3-5821

AR

FF 76
PF/UBR - 3,250 2500 PF + 750 UBR
3,320

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Kindred Healthcare, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Deborah Ulin

(Name of Person)

Kindred Healthcare, Inc.

(Firm/Company)

680 South Fourth Street

(Address)

Louisville, KY 40202

(City/State and Zip code)

For further information concerning this matter, please call:

Deborah Ulin

(Name of Person)

at (502) 596-7300

(Area Code & Daytime Telephone Number)

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

Enclosed is a check for the following amount:

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

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TALLAHASSEE, FLORIDA

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October 3, 2003

Florida Department of State
Corporations Division
Registration Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: Kindred Healthcare, Inc. Qualification

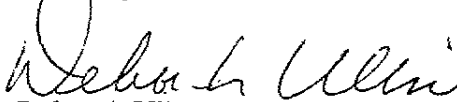
Dear Sir or Madam:

Enclosed please find an Application by Foreign Corporation to Transact Business in Florida, the supporting documents and a check for \$70.00.

Please file this application and return evidence to me at your earliest convenience in the enclosed self-addressed stamped envelope.

If you have any questions, please call me at (502) 596-7044. Thank you for your assistance.

Sincerely,


Deborah Ulin
Paralegal

dau
enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 13, 2003

DEBORAH ULIN
680 SOUTH FOURTH STREET
LOUISVILLE, KY 40202

SUBJECT: KINDRED HEALTHCARE, INC.
Ref. Number: W03000029510

We have received your document for KINDRED HEALTHCARE, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that KINDRED HEALTHCARE, INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". Please contact this office concerning the date first transacted business in Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$5750.00.

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 103A00055739

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SECRETARY OF STATE
FLORIDA

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October 20, 2003

Tammi Cline
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Cline:

We are writing in regards to the notice dated October 13, 2003 regarding annual reports not filed for Kindred Healthcare, Inc. (EIN: 61-1323993) for 1998- 2002. The notice assessed an amount due of \$5,750.

Kindred Healthcare, Inc. filed corporate tax returns for the period 1998- 2002. However, we were unaware that our legal department had not qualified us in Florida and were not filing annual reports in Florida for Kindred Healthcare, Inc. We timely filed corporate tax returns in Florida for Kindred Healthcare, Inc.

We respectfully request abatement of the proposed fee due since we were not aware that our legal department was not properly filing the annual report. We will properly file annual reports in Florida for Kindred Healthcare, Inc. in the future. Also, we have properly filed annual reports in Florida for our other Florida entities.

If you have any questions, please do not hesitate to call me at (502) 596-7826.

Sincerely,

A handwritten signature in cursive script that reads "Rose Michels".

Rose M. Michels
Director of Tax Compliance

rmm/ssp

enclosure

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 27, 2003

ROSE M. MICHELS, DIRECTOR
KINDRED HEALTHCARE
680 S. FOURTH ST.
LOUISVILLE, KY 40202

SUBJECT: KINDRED HEALTHCARE, INC.
Ref. Number: W03000029510

We have received your document for KINDRED HEALTHCARE, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Based on the information you have provided and in accordance with s.607.1502(4), 608.502(4) or 617.1502(4), F.S., this office will reduce the civil penalty of \$1,000 per year to \$500 per year for each year this entity transacted business or conducted its affairs in Florida prior to qualification. Therefore, the total amount due to cover both annual report/uniform business report and penalty fees is \$3250.00.

There is a balance due of \$3250.00.

If you have any questions concerning the filing of your document, please call (850) 245-6911.

Brenda Tadlock
Senior Section Administrator

Letter Number: 503A00058432

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TALLAHASSEE, FLORIDA

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**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. **Kindred Healthcare, Inc.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **Delaware**

(State or country under the law of which it is incorporated)

3. **61-1323993**

(FEI number, if applicable)

4. **March 27, 1998**

(Date of incorporation)

5. **Perpetual**

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

6. **Upon Qualification**

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. **680 South Fourth Street, Louisville, KY 40202**

(Principal office address)

680 South Fourth Street, Louisville, KY 40202

(Current mailing address)

8. **HOLDING COMPANY**

(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: **CT Corporation System**

Office Address: **1200 South Pine Island Road**

Plantation

(City)

, 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.

Susan J. Metze

(Registered agent's signature)

Susan J. Metze

Assistant Secretary

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 business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

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A. DIRECTORS

Chairman: See attached listing

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. **Joseph L. Landenwich, Secretary**

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

**KINDRED HEALTHCARE, INC.
DIRECTORS**

James Bolin
Citadel Investment Group
131 S. Dearborn Street
Chicago, IL 60603

Thomas P. Cooper, M.D.
535 West 23rd Street, N-PH1M
New York, NY 10011

Paul J. Diaz
680 South Fourth Street
Louisville, KY 40202

Michael J. Embler
Franklin Mutual Advisers, LLC
51 JFK Parkway
Short Hills, NJ 07078

Garry N. Garrison
4242 NE Savannah Road
Jensen Beach, FL 34957

Isaac Kaufman
Advanced Medical Management, Inc.
8019 Corporate Drive, Suite B
Baltimore, MD 21236

John H. Klein
True North Capital
c/o 887 Closter Dock Road
Alpine, NJ 07620

Edward L. Kuntz
680 South Fourth Street
Louisville, KY 40202

Eddy Rogers, Jr.
Andrews Kurth LLP
600 Travis St., Suite 4200
Houston, TX 77002

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TALLAHASSEE, FLORIDA

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Kindred Healthcare, Inc.

OFFICERS

William M. Altman Primary Address:	Senior Vice President, Compliance and Government Programs 680 South Fourth Street Louisville, KY 40202
Frank J. Battafarano Primary Address:	President, Hospital Division 680 South Fourth Street Louisville, KY 40202
Barbara L. Baylis Primary Address:	Senior Vice President, Clinical and Residential Services, Health Services Division 680 South Fourth Street Louisville, KY 40202
Kimberly A. Beach Primary Address:	Vice President, Operational Systems, Health Services Division 680 South Fourth Street Louisville, KY 40202
Gaylia B. Bond Primary Address:	Vice President, Human Resources, Hospital Division 680 South Fourth Street Louisville, KY 40202
Lane M. Bowen Primary Address:	President, Health Services Division 680 South Fourth Street Louisville, KY 40202
Richard F. Carrico Primary Address:	Vice President, Internal Audit 680 South Fourth Avenue Louisville, KY 40202
Richard E. Chapman Primary Address:	Chief Administrative and Information Officer and Senior Vice President 680 South Fourth Street Louisville, KY 40202
Michael J. Comer Primary Address:	Vice President, Finance; Hospital Division, West Region 680 South Fourth Street Louisville, KY 40202
Peter D. Corless Primary Address:	Vice President, Human Resources, Health Services Division 680 South Fourth Street Louisville, KY 40202
R. John Cowgill Primary Address:	Vice President, Facilities Management 680 South Fourth Street Louisville, KY 40202
Judith A. Curtiss Primary Address:	Vice President, Operations; Hospital Division, South Region 680 South Fourth Street Louisville, KY 40202
Paul J. Diaz Primary Address:	President and Chief Operating Officer 680 South Fourth Street Louisville, KY 40202
Stephen M. Dobler Primary Address:	Vice President, Information Systems and Administration 680 South Fourth Street Louisville, KY 40202

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ATTORNEY GENERAL
TALLAHASSEE, FLORIDA
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Brian D. Echard Primary Address:	Vice President, Business Development, Pharmacy Division 680 South Fourth Street Louisville, KY 40202
Paul R. Eiseman Primary Address:	Vice President, Business Development, Hospital Division 680 South Fourth Street Louisville, KY 40202
Dennis J. Ertel Primary Address:	Vice President, Systems Development 680 South Fourth Street Louisville, KY 40202-2412
Kim Everett-Martin Primary Address:	Vice President, Risk Management 680 South Fourth Street Louisville, KY 40202
Michael Grannan Primary Address:	Vice President, Purchasing 680 South Fourth Street Louisville, KY 40202
Dennis J. Hansen Primary Address:	Vice President, Reimbursement, Health Services Division 680 South Fourth Street Louisville, KY 40202-2412
David G. Henderson Primary Address:	Senior Vice President, Central Region, Health Services Division 680 South Fourth Street Louisville, KY 40202
Gloria S. Jelinek Primary Address:	Vice President, Quality and Risk Management, Health Services Division 680 South Fourth Street Louisville, KY 40202
Donna G. Kelsey Primary Address:	Senior Vice President, Northeast Region, Health Services Division 680 South Fourth Street Louisville, KY 40202
Keith K. Krein Primary Address:	Senior Vice President and Chief Medical Officer, Health Services Division 680 South Fourth Street Louisville, KY 40202
Susan M. Kreuser Primary Address:	Senior Vice President, Pacific Region, Health Services Division 680 South Fourth Avenue Louisville, KY 40202
Edward L. Kuntz Primary Address:	Chairman of the Board and Chief Executive Officer 680 South Fourth Street Louisville, Kentucky 40202
Mark A. Laemmle Primary Address:	Vice President, Corporate Finance 680 South Fourth Street Louisville, KY 40202
Joseph L. Landenwich Primary Address:	Vice President, Corporate Legal Affairs and Corporate Secretary 680 South Fourth Street Louisville, KY 40202
Richard A. Lechleiter Primary Address:	Senior Vice President, Chief Financial Officer and Treasurer 680 South Fourth Street Louisville, KY 40202

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TALLAHASSEE, FLORIDA

Kindred Healthcare, Inc.

John J. Lucchese Primary Address:	Vice President, Finance and Corporate Controller 680 South Fourth Street Louisville, KY 40202
Ruth A. Lusk Primary Address:	Senior Vice President, East Region, Hospital Division 680 South Fourth Street Louisville, KY 40202
Katheryn J. Markham Primary Address:	Vice President, Information Systems and Administration 680 South Fourth Street Louisville, KY 40202
Mark A. McCullough Primary Address:	President, Pharmacy Division 680 South Fourth Street Louisville, KY 40202-2412
Patricia M. McGillan Primary Address:	Vice President, Quality and Risk Management, Hospital Division 680 South Fourth Street Louisville, KY 40202
Steven L. Monaghan Primary Address:	Senior Vice President, Midwest Region, Hospital Division 680 South Fourth Street Louisville, KY 40202
Susan E. Moss Primary Address:	Vice President, Corporate Communications 680 South Fourth Street Louisville, KY 40202
Sean R. Muldoon, MD Primary Address:	Chief Clinical Officer, Hospital Division 680 South Fourth Street Louisville, KY 40202-2412
James J. Novak Primary Address:	Senior Vice President, Southeast Region, Hospital Division 8751 West Broward Blvd., Suite 408 Plantation, FL 33324
Scott W. Parker Primary Address:	Vice President, Finance, South Region, Health Services Division 680 South Fourth Street Louisville, KY 40202
M. Suzanne Riedman Primary Address:	Senior Vice President and General Counsel 680 South Fourth Street Louisville, KY 40202
Donald Hank Robinson Primary Address:	Vice President, Tax 680 South Fourth Street Louisville, KY 40202
Douglas L. Roth Primary Address:	Vice President, Finance, Pacific Region, Health Services Division 680 South Fourth Street Louisville, KY 40202
Arthur L. Rothgerber Primary Address:	Vice President, Reimbursement 680 South Fourth Street Louisville, KY 40202
Robert E. Schmidt Primary Address:	Vice President, Finance, Health Services Division 680 South Fourth Street Louisville, KY 40202

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TALLAHASSEE, FLORIDA

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Kindred Healthcare, Inc.

Traci K. Shelton Primary Address:	Vice President, Operations, West Region, Hospital Division 680 South Fourth Street Louisville, KY 40202
Rick Starke Primary Address:	Senior Vice President, Kindred Rehab Services, Health Services Division 680 South Fourth Street Louisville, KY 40202
David Stordy Primary Address:	Senior Vice President, South Region, Health Services Division 680 South Fourth Street Louisville, KY 40202
Berard E. Tomassetti Primary Address:	Vice President, Finance, Pharmacy Division 680 South Fourth Street Louisville, KY 40202
T. Stephen Turner Primary Address:	Senior Vice President, West Region, Hospital Division 680 South Fourth Street Louisville, KY 40202
Joseph K. Wainscott Primary Address:	Vice President, Finance, Central Region, Health Services Division 680 South Fourth Street Louisville, KY 40202
Charles H. Wardrip Primary Address:	Vice President, Information Systems Operations and Telecommunications 680 South Fourth Street Louisville, KY 40202
Joseph F. Weglarz Primary Address:	Vice President, Finance, Northeast Region, Health Services Division 680 South Fourth Street Louisville, KY 40202
Robert G. Weir Primary Address:	Vice President, Operations, Pharmacy Division 680 South Fourth Street Louisville, KY 40202
Anthony P. Whitehead Primary Address:	Vice President, Finance, Hospital Division 680 South Fourth Street Louisville, KY 40202-2417
David R. Windhorst Primary Address:	Vice President, Financial Systems Development 680 South Fourth Street Louisville, KY 40202

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Delaware

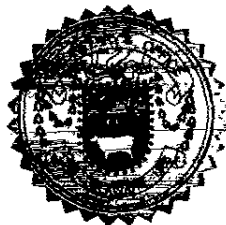
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KINDRED HEALTHCARE, 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-NINTH DAY OF SEPTEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2875922 8300

AUTHENTICATION: 2659215

030623645

DATE: 09-29-03