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Florida Department of State  
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DIVISION OF CORPORATION

**FOREIGN PROFIT QUALIFICATION**

**Tandem Health Care of Ohio, Inc.**

Certificate of Status	0
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F04-1086  
OK

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. Tandem Health Care of Ohio, 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. Ohio 3. 34-1911978  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 30, 1999 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon approval of this Application  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Corporate Secretary, Tandem Health Care, One Oxford Centre, 20th Floor,  
301 Grant Street, Pittsburgh, Pennsylvania 15219  
(Current mailing address)

8. Activities involving durable medical equipment and ancillary long term care services  
(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  
Conni Bryan *Special Assistant Secretary*  
(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.

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

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

Chairman: Lawrence R. Deering  
Address: 800 Concourse Parkway S., Suite 200  
Maitland, FL 32751

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: Joseph D. Conte  
Address: 800 Concourse Parkway S., Suite 200  
Maitland, FL 32751

Director: Eugene R. Gurcio  
Address: 800 Concourse Parkway S., Suite 200  
Maitland, FL 32751

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

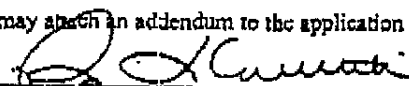
Chairperson & CEO Lawrence R. Deering  
~~Executive~~ \_\_\_\_\_  
Address: 800 Concourse Parkway S., Suite 200  
Maitland, FL 32751

President & COO Joseph D. Conte  
~~Vice President~~ \_\_\_\_\_  
Address: 800 Concourse Parkway S., Suite 200  
Maitland, FL 32751

Secretary: Rosemary L. Corsetti  
Address: One Oxford Centre, 20th Floor, 301 Grant Street  
Pittsburgh, PA 15219

Treasurer: Eugene R. Gurcio  
Address: 800 Concourse Parkway S., Suite 200  
Maitland, FL 32751

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. Rosemary L. Corsetti, Secretary  
(Typed or printed name and capacity of person signing application)

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United States of America  
State of Ohio  
Office of the Secretary of State

*I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show **TANDEM HEALTH CARE OF OHIO, INC.**, an Ohio corporation, Charter No. 1124981, having its principal location in Cleveland, County of Cuyahoga, was incorporated on December 30, 1999 and is currently in **GOOD STANDING** upon the records of this office.*



*Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 26th day of February, A.D. 2004*

*J. Kenneth Blackwell*

Ohio Secretary of State

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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