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FOREIGN PROFIT/NONPROFIT CORPORATION

The Masonic Homes of Kentucky, Inc.

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Florida Dept of State

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February 3, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: THE MASONIC HOMES OF KENTUCKY, INC.
REF: W06000005525

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**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. The Masonic Homes of Kentucky, 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. Kentucky 3. 61-0458374
(State or country under the law of which it is incorporated) (FED number, if applicable)
4. 01-15-1867 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S., to determine penalty liability.)
7. 3761 Johnson Hall Drive Masonic Home, KY 40041-9802
(Principal office address)
3761 Johnson Hall Drive, Masonic Home, KY 40041-9802
(Current mailing address)
8. Providing independent & assisted living, personal, and nursing care
(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 **NOT** acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation Florida 33324
(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.

CT Corporation System

By: Carol Record
(Registered agent's signature)

11. Attached is a certificate of good standing, 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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Please see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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. _____

Joseph R. Conway, Grand Secretary

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

**Application By Foreign Not For Profit Corporation For Authorization To
Conduct Its Affairs in Florida**

(Masonic Homes of Kentucky, Inc.)

12. Name of directors and/or officers:

A. Directors:

Chairman: Joseph R. Conway
6839 Green Meadows Circle
Louisville, KY 40207

Vice-Chairman: Forrest V. Dean
778 Rebecca Road
Lexington, KY 40502

Directors: James A. Bailey
426 Powhatan Trail
Frankfort, KY 40601

Roger D. Barnett
9410 Stonelanding Place
Louisville, KY 40272

Harold Burge
870 Cropper Road
Shelbyville, KY 40065

M. Mason Butler
3021 Meeting Street
Falls Church, VA 22044

Robert Davenport
631 Portland Drive
Lexington KY 40503

F. Keith Dreier
241 Colony Drive
Edgewood, KY 41017

Herman M. Forrester, Jr.
264 Hilltop Trail
Bowling Green, KY 42101

William R. Frye
316 Vickie Way
Shepherdsville, KY 40165

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Patton R. Hart
Route 2, Box 294
Catlettsburg, KY 41129

James S. Judy
6506 Deep Creek Drive
Louisville, KY 40059

Virgil T. Larimore, Jr. (Treasurer)
1007 Juniper Springs Drive
Louisville, KY 40242

Richard T. Nation (Secretary)
5871 Elk Creek Road
Taylorsville, KY 40071

Gregory C. Powell
2479 Kremer Lane
Villa Hills, KY 41017

T. Dwaine Riddell
Box 270
Irvine, KY 40336

Dennis Rutledge
1306 Rhonda Way
Louisville, KY 40216

Claude T. Smith
1519 Woodluck Avenue
Louisville, KY 40205

Robert J. Stratton
209 Shoreline Drive
Shelbyville, KY 40065

Joseph C. Thornton
4702 Chauncey Lee Lane
Louisville, KY 40241

Martin R. Walters
3507 Winchester Road
Louisville, KY 40207

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Commonwealth of Kentucky

Trey Grayson Secretary of State

Certificate of Existence

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records of the Office of the Secretary of State,

THE MASONIC HOMES OF KENTUCKY

is a nonprofit corporation duly incorporated and existing under KRS Chapter 273, whose date of incorporation is January 15, 1867 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of state have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 273.3671 has been delivered to the Secretary of State.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 31st day of January, 2006.

Certificate Number: 26298

Jurisdiction: CT Corporation

Visit <http://sos.sos.ky.gov/business/cdd/cv/validate.aspx> to validate the authenticity of this certificate.



Trey
Trey Grayson
Secretary of State
Commonwealth of Kentucky
26298/0038834

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