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CHSE031 (1.09)		

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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

1. Genesia Physician Services, 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 Pennsylvania
(State or country under the Land
4. 2/13/86 5. Perpetual 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cook to
("Derotton: Your corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 148 West State Street
Kennett Square, PA 19348
(Current mailing address)
8. Providers of primary physician care and other medical services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of
9. Name and street address of Florida registered agent:
Name: CT CORPORATION SYSTEM
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation , Florida, 33324 (Zip Code)
10. Registered agent 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 CORPOBATION SYSTEM (Registered agent's signature) (Officer)
Domenic A. Borriello, Assistant Secretary
(Type Name and Title of Officer)

- 11. Attached it 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. DIRECTO	ORS - See attachment	
	Chairman:	
	Address:	
	Vice Chairman:	
	Address:	
	Director:	
	Address:	
	Director:	
	Address:	
3. OFFICER	RS - See attachment	
	President:	
	Address:	
	Vice President:	
	Address:	95 FE
	Secretary:	
	Address:	

. Treasurer:
Address:
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. <u>George V. Hager, Jr. Vice President</u> (Typed or printed name and capacity of person signing application)

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	Genesis Pl	Genesis Physician Services, Inc.	~//
		DIRECTORS	
NAME	TITLE	BUSINESS ADDRESS	HOME ADDRESS
Michael R. Walker	Chairman and Chief Executive Officer	148 West State Street Kennett Square, PA 19348	228 N. Garfield St. Kennett Square, PA 19343
Richard R. Howard	Chief Operating Officer	148 West State Street Kennett Square, PA 19348	93 W. Seven Stars Rd. Spring City, PA :9475
		OFFICERS	
NAME	TITLE	BUSINESS ADDRESS	HOME ADDRESS
Michael R. Walker	Chairman and Chief Executive Officer	148 West State Street Kennett Square, PA 19348	228 N. Garfield St. Kennett Square, PA 19343
Robert J. Schweizer	President	148 West State Street Kennett Square, PA 19343	P.O. Box 143 Plymouth Road Gwynedd Valley, PA 19437
George V. Hager, Jr.	Senior Vice President and Chief Financial Officer	148 West State St. Kennett Square, PA 19343	351 Bellvue Road Haddonfield, NJ 03033
Lewis J. Hoch	Vice President, General Counsel and Secretary	148 West State St. Kennett Square, PA 19348	26 Cedar Meadow Lane Media, PA 19063
Ira C. Gubernick	Assistant Secretary	148 West State St. Kennett Square, PA 19348	118 Windsor Avenue Melrose Park, PA 19126

SECRETARY STORY OF STREET

COMMONWEALTH OF PENNSYLVANIA



Department of State

02/06/1995

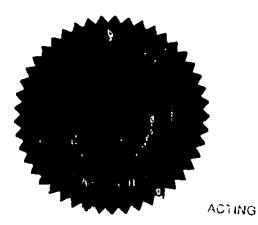
TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

SECULT OF STATE

I DO HEREBY CERTIFY THAT,

GENESIS PHYSICIAN SERVICES, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF. I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Secretary of the Commonwealth

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CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

APPLICATION BY FOREIGN CURPORATION TO FILE AM APPLICATION FOR AUTHORIZATION TO TRANSACT B FLORIDA	ENDMENT TO USINESS IN
	8 1
	USINESS IN
SECTION I (1-3 must be completed)	100 S
	· ·
1. Genesis Physician Services, Inc. Name of corporation as it appears within the records of the Depar	
2. Incorporated under laws of: Pennsylvania	
3. Date authorized to do business in Florida: February 14, 1995	
SECTION II (4-7 complete only the applicable changes)	
4. If the amendment changes the name of the corporation, when a effected under the laws of its jurisdiction of incorporation?	_
December 11:1995 Feli. 25.1556	
 Name of corporation after the amendment, adding suffix "corporation corporated," or appropriate abbreviation, if not contained in new name or 	n," "company," "in- of the corporation:
Genesis Eldercare Physician Services, Inc.	
i. If the amendment changes the period of duration, indicate new period	of duration.
. If the amendment changes the jurisdiction of incorporation, indicate ne	w jurisdiction.
Si va V	
Signature Microsoft 11, 12	995-
Name and Title	



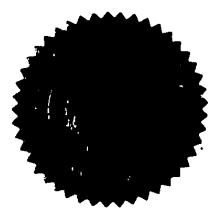
COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MARCH 07, 1996

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY. That from an examination of the indices and and records of this department, it appears that Articles of Amendment were filed pursuant to the laws of the Commonwealth of Pennsylvania on February 29, 1996 for GENESIS PHYSICIAN SERVICES. INC., a Pennsylvania corporation, incorporated February 13, 1986, whereby the corporate name was changed to GENESIS ELDERCARE PHYSICIAN SERVICES. INC.



IN TESTIMONY WHEREOF. I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Secretary of the Commonwealth

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