

Prentice Hall Legal & Financial Services

ATTN: _____ () 222-7775

101 WAYS STREET, SUITE 105
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

Personagee Living Center
of Clearwater Inc

400001407214
-02/15/95--01068--033
*****70.00 *****70.00

- | | |
|--|---|
| <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Annual Report | <input type="checkbox"/> Name Reservation |
| <input type="checkbox"/> Change of Registered Agent | <input type="checkbox"/> Name Registration |
| <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Non-Profit/Articles of Incorporation |
| <input type="checkbox"/> Domestication | <input type="checkbox"/> Other _____ |
| <input checked="" type="checkbox"/> Fictitious Business Name | <input type="checkbox"/> Profit/Articles of Incorporation |
| <input type="checkbox"/> Foreign - Profit | <input type="checkbox"/> Reinstatement |
| <input type="checkbox"/> Foreign - Non-Profit | <input type="checkbox"/> Resignation of R.A., Off/Dir |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Trademark |
| <input type="checkbox"/> Limited Liability | <input type="checkbox"/> UCC/Filing 1 _____ |
| <input type="checkbox"/> Mtr. Veh. _____ | <input type="checkbox"/> UCC/Filing 3 _____ |

- | | |
|--|---|
| <input checked="" type="checkbox"/> Certified Copy _____ | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopy _____ | <input type="checkbox"/> Good Standing |
| <input type="checkbox"/> Corporate Print-Out | <input type="checkbox"/> R.A., Off/Dir Search |
| <input type="checkbox"/> Fictitious/Owner Search | |

☒ Walk In () Call if Problem () Will Wait ☒ Pick up 3/15/95 3:00
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: Fru BY: Charles
BRANCH RECEIVING: Tall BY: Wise
REF/JOB # 300-95-0514
CLIENT MATTER # _____
SAME DAY _____ 24 HR _____ ROUTINE _____
VERBAL REQUESTED: YES OR NO
DATE SENT: 2/15/95 MAIL FAX FED EXP.
FILED: 11
SENT TO: BRANCH _____ CLIENT X
SPECIAL INSTRUCTIONS: _____

CHECK #	<u>70.02</u>
ST./CTY/ FEES	<u>70.02</u>
CORR. FEE/	<u>2</u>
SPEC. HANDL.	<u>1</u>
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____

**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. PersonaCare Living Center of Clearwater, 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. Delaware 3. NA
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 01/11/95 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 400 Northridge Road, Suite 400
Atlanta, GA 30350
(Current mailing address)
8. Operation of skilled nursing facility
(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:
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 1201 Hays Street, Suite 105
Tallahassee, Florida, 32301
(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.
The Prentice-Hall Corporation System, Inc.
By: Marcus C. Henry
(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:

A. DIRECTORS

Chairman: SEE ATTACHMENT A _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

SEE ATTACHMENT A

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.

Frederic A. Randall, Assistant Secretary

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

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OFFICE OF THE
SECRETARY
JUN 15 1966

ATTACHMENT A

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

A. DIRECTORS

John A. Bardis
400 Northridge Road
Suite 400
Atlanta, GA 30350

Donald R. Myll
400 Northridge Road
Suite 400
Atlanta GA 30350

Patrick T. Hackett
466 Lexington Avenue
10th Floor
New York, NY 10017

B. OFFICERS

President:	John A. Bardis 400 Northridge Road Suite 400 Atlanta, GA 30350
Vice President Finance: and Secretary	Donald R. Myll 400 Northridge Road Suite 400 Atlanta, GA 30350
Vice President:	Laura E. Cayce 400 Northridge Road Suite 400 Atlanta, GA 30350
Senior Vice President:	Todd Lord 400 Northridge Road Suite 400 Atlanta, GA 30350
Assistant Secretary	Frederic A. Randall 4675 MacArthur Court Suite 1000 Newport Beach, CA 92660
Assistant Secretary	Jonathan H. Glenn 400 Northridge Road Suite 400 Atlanta, GA 30350

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FEB 15 1995
FBI - ATLANTA

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PERSONACARE LIVING CENTER OF CLEARWATER, 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 TWELFTH DAY OF JANUARY, A.D. 1995.

1995 JAN 12 10 35 AM



Edward J. Freel

EDWARD J. FREEL, Secretary of State

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01-12-95