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Apr 29 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F96000000268 (0)

1. Corporation Name
BEVERLY ASSISTED LIVING, INC.

Principal Place of Business
5111 ROGERS AVE
SUITE 40-A
FORT SMITH AR 72919-0155

Mailing Address
5111 ROGERS AVE
SUITE 40-A
FORT SMITH AR 72919-0155



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
01/16/1996

4. FEI Number
71-0777901

Applied For
Not Applicable

5. Certificate of Status Desired ☐ \$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution ☐ \$5.00 May Be
Added to Fees

8. This corporation owes or has paid the current year Intangible
Personal Property Tax due June 30. ☐ Yes ☐ No

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CSC-CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title, if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE CD
NAME BANKS, DAVID R
STREET ADDRESS 5111 ROGERS AVE, SUITE 40-A
CITY-ST-ZIP FORT SMITH AR 72919-0155

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

TITLE VCD
NAME HENDRICKSON, BOYD W
STREET ADDRESS 5111 ROGERS AVE
CITY-ST-ZIP FORT SMITH AR 72919-0155

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

TITLE PCEO
NAME HALL, PATRICIA A
STREET ADDRESS 5111 ROGERS AVE
CITY-ST-ZIP FORT SMITH AR 72919-0155

3.1 TITLE VCB & CEO
3.2 NAME William A. Mathies
3.3 STREET ADDRESS 5111 Rogers Ave. Suite 40A
3.4 CITY-ST-ZIP Fort Smith, AR 72919

TITLE VSD
NAME POMMERVILLE, ROBERT W
STREET ADDRESS 5111 ROGERS AVE
CITY-ST-ZIP FORT SMITH AR 72919-0155

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

TITLE VD
NAME STEPHENS, BOBBY W
STREET ADDRESS 5111 ROGERS AVE
CITY-ST-ZIP FORT SMITH AR 72919-0155

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

TITLE V
NAME CLARKE, EUGENE B
STREET ADDRESS 5111 ROGERS AVE
CITY-ST-ZIP FORT SMITH AR 72919-0155

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE

John W. MacKenzie, April 8, 1998, 501-452-6710

CR2E034 (10/97)

BEVERLY ASSISTED LIVING, INC.

OFFICERS AND DIRECTORS

Board of Directors

David R. Banks

Robert W. Pommerville

Boyd W. Hendrickson

Bobby W. Stephens

William A. Mathies

Scott M. Tabakin

Officers

David R. Banks
Chairman of the Board

Barry S. Ganley
Senior Vice President and Chief
Information Officer

William A. Mathies
Vice Chairman of the Board and Chief
Executive Officer

James M. Griffith
Senior Vice President-Investor Relations
and Corporate Communications

Robert W. Pommerville
Executive Vice President, General Counsel
and Secretary

Schuyler Hollingsworth, Jr.
Senior Vice President and Treasurer

Bobby W. Stephens
Executive Vice President

Carol C. Johansen
Senior Vice President-Human Resources

Scott M. Tabakin
Executive Vice President and Chief
Financial Officer

Mark R. Mostow
Senior Vice President-Sales and Marketing

Eugene B. Clarke
Senior Vice President-Quality Management

Philip W. Small
Senior Vice President

Donald L. Dotson
Senior Vice President-Labor and
Employment

Patrice K. Acosta
Vice President-Risk Management

May 29, 1997

Pamela H. Daniels
Vice President, Controller and Chief
Accounting Officer

Adam R. Felde
Vice President-Technology Services

Norman R. Gould
Vice President-Business Applications

Jeff Hutton
Vice President-Reimbursement and
Assistant Secretary

Barry A. Khan
Vice President-Construction

Dwight C. Kouri
Vice President-Development

Frederic A. Maas
Vice President-Tax and Assistant Secretary

John C. Mabry
Vice President-Business Solutions

John W. MacKenzie
Vice President, Deputy General Counsel
and Assistant Secretary

David G. Merrell
Vice President-Financial Planning and
Controls

Jo Ann Smith
Vice President and Deputy General Counsel
10969 Trade Center Dr., Suite 106
Rancho Cordova, CA 95670

Mary Tellis-Nayak
Vice President-Clinical Services

John E. Williams
Vice President-Finance

Tom Daniels
Assistant Secretary

Ron Gill
Assistant Secretary

Belinda Marcotte
Assistant Secretary

Christine Murray
Assistant Secretary

Holly A. Odom
Assistant Secretary

Greg Swartz
Assistant Secretary

***Address for all officers unless otherwise noted:**

**5111 Rogers Ave., Suite 40-A
Fort Smith, AR 72919-1000**

May 29, 1997