

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 29, 1999 8:00 am
Secretary of State

04-29-1999 90190 021 ***150.00

10011001

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # **F96000000268**

1. Corporation Name
BEVERLY ASSISTED LIVING, INC.



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

DO NOT WRITE IN THIS SPACE

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
 24 25 29 30

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 the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent

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

10. Name and Address of New Registered Agent

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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS	
TITLE	CD <input type="checkbox"/> DELETE
NAME	BANKS, DAVID R
STREET ADDRESS	5111 ROGERS AVE, SUITE 40-A
CITY-ST-ZIP	FORT SMITH AR 72919-0155
TITLE	VCD <input type="checkbox"/> DELETE
NAME	HENDRICKSON, BOYD W
STREET ADDRESS	5111 ROGERS AVE
CITY-ST-ZIP	FORT SMITH AR 72919-0155
TITLE	VCBC <input type="checkbox"/> DELETE
NAME	MATHIES, WILLIAMS A
STREET ADDRESS	5111 ROGERS AVENUE, SUITE 40A
CITY-ST-ZIP	FORT SMITH AR 72919
TITLE	VSD <input type="checkbox"/> DELETE
NAME	POMMERVILLE, ROBERT W
STREET ADDRESS	5111 ROGERS AVE
CITY-ST-ZIP	FORT SMITH AR 72919-0155
TITLE	VD <input type="checkbox"/> DELETE
NAME	STEPHENS, BOBBY W
STREET ADDRESS	5111 ROGERS AVE
CITY-ST-ZIP	FORT SMITH AR 72919-0155
TITLE	V <input type="checkbox"/> DELETE
NAME	CLARKE, EUGENE B
STREET ADDRESS	5111 ROGERS AVE
CITY-ST-ZIP	FORT SMITH AR 72919-0155

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
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, with all other like empowered.

SIGNATURE: John W. MacKenzie John W. MacKenzie April 2, 1999 501-452-6712
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

F96000000268
447858-9090-21

Mona Brannon
Assistant Secretary

Christine Murray
Assistant Secretary

Tina Chavis
Assistant Secretary

Holly A. Rasmussen
Assistant Secretary

Jim Culp
Assistant Secretary

Greg Swartz
Assistant Secretary

Ron Gill
Assistant Secretary

*Address for all officers unless otherwise noted:

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

File 000000268
447858-90190-21

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

Boyd W. Hendrickson
Vice Chairman of the Board

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

William A. Mathies
President and Chief Executive Officer

Neil Gulsvig
Senior Vice President - Organizational
Development

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

Schuyler Hollingsworth, Jr.
Senior Vice President and Treasurer

Bobby W. Stephens
Executive Vice President - Asset
Management

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 - Finance

Donald L. Dotson
Senior Vice President - Labor and
Employment

Patrice K. Acosta
Vice President - Risk Management

May 28, 1998

F96 000000268
447858-90190-21

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

William G. Coyne
Vice President - Technology Services

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

John R. Grobmyer
Vice President - Construction

Cletus C. Hess
Vice President, Compliance

Jeff Hutton
Vice President - Reimbursement

Dwight C. Kouri
Vice President - Development

Patricia C. Layman
Vice President - Prospective Payment

Gina D. Lucchi
Vice President - Human Resources

Carol A. Maas
Vice President - Field Services and IT
Administration

Frederic A. Maas
Vice President, Director of Tax and Assistant
Secretary

John C. Mabry
Vice President - Business Solutions

Jack A. MacDonald
Vice President - International Development
620 Herndon Parkway, #200
Herndon, VA 22070

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

Belinda Marcotte
Vice President - Financial Systems

David G. Merrell
Vice President - Financial Planning and
Controls

Raymond P. Minkle
Vice President - Benefits

Peter Nyland
Vice President - Operations Development

Thomas E. Paget
Vice President - Internal Audit

Bruce L. Powell
Vice President - Employment and Recruiting

Hugh L. Reilly
Vice President and Deputy General Counsel

Barbara A. Rudolph
Vice President - Government Relations
1400 L Street, NW, 9th Floor
Washington, DC 20005

Mary Tellis-Nayak
Vice President - Clinical Services

John E. Williams
Vice President - Finance