

Document Number Only
F96000000 388

CT CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street
Address
Tallahassee, FL 32301 222-1092
City State Zip Phone

CORPORATION(S) NAME

600001695856
-01/23/96--01063--019
*****35.00 *****35.00

600001695856
-01/23/96--01063--020
*****35.00 *****35.00

The Core Plex Group, Inc.

- ☒ Profit
☒ NonProfit
☒ Limited Liability
☒ Foreign
☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
☐ Reservation
☐ Photo Copies
☐ Call If Problem
☐ Merger
☐ Mark
☐ Other
☐ Change of R.A.
☐ Fic. Name
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DIVISION OF CORPORATIONS
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9/1/23

**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
STATE OF FLORIDA:

1. The CarePlex Group, 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

(State or country under the law of which it is incorporated)

3. Applied For

(FEI number, if applicable)

4. November 2, 1995

(Date of incorporation)

5. Perpetual

(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 617.156, F.S.))

7. 197 First Avenue, Needham, Massachusetts 02194

(Current mailing address)

8. See attached purpose clause

(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:

Name: C T 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 obligation of my position as registered agent.

C T Corporation System

Patricia A. Canario

(Registered agent's signature) (Officer)

PATRICIA A. CANARIO,

(Typed name of registered agent)

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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

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. JMC Leary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. James M. Clary, III, Vice President
(Typed or printed name and capacity of person signing application)

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**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
The CarePlex Group, Inc.**

To engage in the management, ownership and development of sub-acute assisted living and other health care related facilities, and to engage in any other activity allowed by a corporation qualified to do business in the State of Florida.

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
The CarePlex Group, Inc.**

1. Andrew D. Gosman, Chief Operating Officer, President and Treasurer
197 First Avenue
Needham, Massachusetts 02194
2. Michael M. Gosman, Executive Vice President
197 First Avenue
Needham, Massachusetts 02194
3. Joel A. Kanter, Executive Vice President
197 First Avenue
Needham, Massachusetts 02194
4. James M. Clary, III, Executive Vice President and Secretary
197 First Avenue
Needham, Massachusetts 02194
5. Craig J. Wilkos, Senior Vice President
197 First Avenue
Needham, Massachusetts 02194
6. Michael J. Zaccaro, Senior Vice President
197 First Avenue
Needham, Massachusetts 02194
7. Timothy J. Coburn, Senior Vice President
197 First Avenue
Needham, Massachusetts 02194
8. Jonathan R. Banton, Senior Vice President
197 First Avenue
Needham, Massachusetts 02194
9. Kevin J. Maley, Senior Vice President
197 First Avenue
Needham, Massachusetts 02194
10. Edward F. Lange, Jr., Senior Vice President
197 First Avenue
Needham, Massachusetts 02194
11. Elizabeth Murphy, Senior Vice President
197 First Avenue
Needham, Massachusetts 02194
12. Michael J. Bohnen, Assistant Secretary
197 First Avenue
Needham, Massachusetts 02194

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE CAREPLEX GROUP, 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 TWENTY-SECOND DAY OF JANUARY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

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AUTHENTICATION:

7799202

DATE:

01-22-96

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CT CORPORATION SYSTEM
660 EAST JEFFERSON STREET
Requestor's Name
TALLAHASSEE, FL 32301
Address 222-1092
City State Zip Phone

500002285055--0
-09/05/97--01101--002
*****35.00 *****35.00

CORPORATION(S) NAME

The CarePlex Group, Inc.

- ☐ Profit ☐ Amendment ☐ Merger
☐ NonProfit ☐ Limited Liability Co. ☒ Dissolution/Withdrawal ☐ Mark
☐ Foreign ☐ Limited Partnership ☐ Annual Report ☐ Other
☐ Reinstatement ☐ Reservation ☐ Change of R.A.
☐ Certified Copy ☐ Photo Copies ☐ Fictitious Name Filing
☐ Call When Ready ☐ Call if Problem ☐ CUS
☒ Walk In ☐ Will Wait ☒ After 4:30
☐ Mail Out ☐ Pick Up

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

SEP 05 1997

OK gdy Withdrawal

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

The CarePlex Group, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

197 First Avenue

(Mailing Address)

Needham, Massachusetts 02194

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

9/3/97
Date

James M. Clary, III

Typed or printed name

V.P. / Sec.

Title