

**F96000002436**

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May 13, 1996

REFER TO:

**VIA FEDERAL EXPRESS**

Florida Department of State  
Qualification/Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

FILED  
MAY 15 1996  
DIVISION OF CORPORATIONS

300001822643  
-05/15/96-01068-010  
\*\*\*\*140.00 \*\*\*\*\*70.00

RE: HCPIII West Palm Beach, Inc.  
HCPIII Hillsborough, Inc.

Dear Sir:

Enclosed for filing in your office, please find an Application By Foreign Corporation for Authorization to Transact Business in Florida and a Certificate of Existence for both HCPIII West Palm Beach, Inc. and HCPIII Hillsborough, Inc. Also enclosed is a check in the amount of \$140.00, in payment of the required filing fees.

Thank you in advance for your prompt assistance.

Sincerely,

BLANCO TACKABERY COMBS &  
MATAMOROS, P.A.

*Marguerite Self*

Marguerite Self

MS/pep  
Enclosures

## 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. HCP111 West Palm Beach, 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. North Carolina  
(State or country under the law of which it is incorporated)
3. 56-1972322  
(FEI number, if applicable)
4. April 30, 1996  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. May 15, 1996  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 6000 Meadowbrook Mall, Suite 200  
Clemmons, NC 27012  
(Current mailing address)
8. Nursing home operations  
(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: Premiere Associates Management Company, Inc.  
Office Address: 689 Deltona Boulevard  
Deltona, Florida, 32725-8019  
(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.*

PREMIERE ASSOCIATES MANAGEMENT COMPANY, INC.

By: [Signature]  
(Registered agent's signature)  
W. Stewart Swain, Vice President

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.

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15 MAY 15 PM 12:40

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

A. DIRECTORS

Chairman: W. Stewart Swain

Address: 6000 Meadowbrook Mall, Suite 200  
Clemmons, NC 27012

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

SEE ATTACHED EXHIBIT 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.

W. Stewart Swain, Chairman and Vice President

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

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96 MAY 15 PM 12:40

EXHIBIT A  
TO  
APPLICATION BY FOREIGN CORPORATION  
FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

<u>Title</u>	<u>Name of Officer</u>	<u>Address of Officer</u>
Chairman of the Board and Chief Executive Officer	W. Stewart Swain	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012
President	L. P. Herzog	689 Deltona Boulevard Deltona, FL 32725-8019
Vice President	W. Stewart Swain	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012
Vice President	L. P. Herzog	689 Deltona Boulevard Deltona, FL 32725-8019
Vice President of Operations	Jewel Austin	689 Deltona Boulevard Deltona, FL 32725-8019
Regional Vice President	Bruce Covell, Jr.	689 Deltona Boulevard Deltona, FL 32725-8019
Vice President and Director of Reimbursement	Troy Curry	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012
Vice President and Chief Financial Officer	M. Rebecca Muenchow	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012
Secretary	Faye Hutchins	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012
Assistant Secretary	JoAnn Page	689 Deltona Boulevard Deltona, FL 32725-8019
Assistant Secretary	W. Stewart Swain	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012
Assistant Secretary	L. P. Herzog	689 Deltona Boulevard Deltona, FL 32725-8019
Assistant Secretary	Troy Curry	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012
Assistant Secretary	M. Rebecca Muenchow	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012
Treasurer	M. Rebecca Muenchow	6000 Meadowbrook Mall, Suite 200 Clemmons, NC 27012

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96 MAY 15 PM 12:40

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

## CERTIFICATE OF EXISTENCE

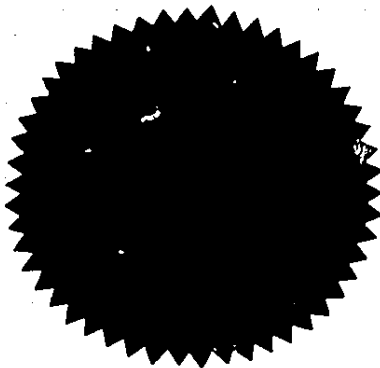
I, **JANICE H. FAULKNER**, *Secretary of State of the State of North Carolina*, do hereby certify that

**HCPIII WEST PALM BEACH, INC.**

*is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 30th day of April, 1996, with its period of duration being perpetual.*

**I FURTHER** *certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.*

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 30th day of April, 1996.



*Janice H. Faulkner*  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
16 MAY 15 PM 1996