

F97000006190

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

600002354566-2
-11/21/97--01081--023
*****70.00 *****70.00

IHS Acquisition No. 103, Inc.

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

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NOV 21 1997

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

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. IHS Acquisition No. 103, 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 10, 1997

(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 817.156, F.S.))

7. 10065 Red Run Blvd., Owings Mills, Maryland 21117

(Current mailing address)

8. provides long term nursing care and similar services

(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

(Registered agent's signature) (Officer)

AD Hamilton, Asst. Secy.

(Type Name and Title of Officer)

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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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Michael W. L.

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael W. Tan, Assistant Secretary

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

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Directors

Lawrence P. Cirka

10065 Red Run Boulevard
Owings Mills MD 21117

Marc B. Levin

10065 Red Run Boulevard
Owings Mills MD 21117

Marshall A. Elkins

10065 Red Run Boulevard
Owings Mills MD 21117

Officers

Lawrence P. Cirka
10065 Red Run Boulevard
Owings Mills MD 21117

C. Christian Winkle
10065 Red Run Boulevard
Owings Mills MD 21117

Brian K. Davidson
10065 Red Run Boulevard
Owings Mills MD 21117

Marshall A. Elkins
10065 Red Run Boulevard
Owings Mills MD 21117

Marc B. Levin
10065 Red Run Boulevard
Owings Mills MD 21117

Anthony R. Masso
10065 Red Run Boulevard
Owings Mills MD 21117

John Heller
10065 Red Run Boulevard
Owings Mills MD 21117

W. Bradley Bennett
10065 Red Run Boulevard
Owings Mills MD 21117

Eleanor C. Harding
10065 Red Run Boulevard
Owings Mills MD 21117

Office

President and Chief Operating Officer

COO, Executive Vice President -Operations

Executive Vice President - Development

Executive Vice President and General Counsel;
Secretary

Executive Vice President - Investor Relations
Assistant Secretary

Executive Vice President - Managed Care

Executive Vice President - Facility Operations:
Eastern Division

Executive Vice President - Chief Accounting Officer

Executive Vice President - Finance

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Virginia Dollard
10065 Red Run Boulevard
Owings Mills MD 21117

Executive Vice President - Post- Acute Network
Operations

Taylor Pickett
10065 Red Run Boulevard
Owings Mills MD 21117

Executive Vice President

Sally Weisberg
10065 Red Run Boulevard
Owings Mills MD 21117

Executive Vice President- Symphony Health Services

Elizabeth Kelly
10065 Red Run Boulevard
Owings Mills MD 21117

Executive Vice President - Corporate Development

Ruth Ann Skaggs
10065 Red Run Boulevard
Owings Mills MD 21117

Executive Vice President - Clinical Services

Francis P. Kirley
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President - Southwest Division

John Walton
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Northern Division

Helen Whitehead
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Corporate Operations

Donna Whitson
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Home Care

Wes Perry
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Home Care

Pernille Osberg
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Home Care

John Dow
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Home Care

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Dan Booth
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Finance

Patrick Leininger
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Managed Care

Edwin Clark
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Corporate Controller

Pamela Lekas
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President - Facility Controller

Ron Stierstorfer
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Facility Financial Services

George Turon
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President - Reimbursement

Murry Mercier
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President - Information Systems

Leslie A. Glew
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President and Assistant Secretary

Ronald L. Lord
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President and Associate General
Counsel

Robert Wisner
10065 Red Run Boulevard
Owings Mills MD 21117

Senior Vice President- Home Care Reimbursement

Robert O. Stephenson
10065 Red Run Boulevard
Owings Mills MD 21117

Vice President and Treasurer

Judith Shaw
10065 Red Run Boulevard
Owings Mills MD 21117

Vice President

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Andrea Stolz
10065 Red Run Boulevard
Owings Mills MD 21117

Vice President

Michael W. Tan
10065 Red Run Boulevard
Owings Mills MD 21117

Assistant Secretary

J. David Gallagher
10065 Red Run Boulevard
Owings Mills MD 21117

Assistant Secretary

Julie Burns
10065 Red Run Boulevard
Owings Mills MD 21117

Assistant Secretary

Thomas Guild
10065 Red Run Boulevard
Owings Mills MD 21117

Assistant Secretary

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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 "IHS ACQUISITION NO. 103, 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 THIRTEENTH DAY OF NOVEMBER, A.D. 1997.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

8754300

DATE:

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