



THE UNITED STATES
CORPORATION
COMPANY

F980000003439

ACCOUNT NO. : 072100000032

REFERENCE : 849340 5034562

AUTHORIZATION : *Patricia Pizito*
COST LIMIT : \$ 70.00

ORDER DATE : June 9, 1998

W98-13838

ORDER TIME : 9:12 AM

ORDER NO. : 849340-015

CUSTOMER NO: 5034562

CUSTOMER: Ms. Debbie E. Hersh
Kapson Senior Quarters Corp.
125 Froehlich Farm Blvd

Woodbury, NY 11797

400002561244--7

FOREIGN FILINGS

NAME: SENIOR QUARTERS MANAGEMENT
CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

FILED
98 JUN 16 AM 9:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA
6/17

RECEIVED
98 JUN 16 PM 12:05
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

RECEIVED
RESUBMIT
Please give original
submission date as file date.

June 16, 1998

CSC

ATTN: DEBORAH SCHRODER

SUBJECT: SENIOR QUARTERS MANAGEMENT CORP.
Ref. Number: W98000013838

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 498A00033453

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:*

1. Senior Quarters Management Corp.

(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. New York

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

3. 11-3421079

(FEI number, if applicable)

4. 7/21/92

(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 817.155, F.S.))

7. 125 Froehlich Farm Blvd.

Woodbury, NY 11797

(Current mailing address)

8.

Provide assisted living residence to the elderly.

(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: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

, Florida,

32301

(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.

Corporation Service Company

By: Vicki Schreiber, Asst. V.P.

(Registered agent's signature)

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: (Street address **ONLY**- P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: Evan A. Kaplan

Address: 125 Froehlich Farm Blvd.
Woodbury, NY 11797

Vice Chairman: _____

Address: _____

Director: Wayne L. Kaplan

Address: 125 Froehlich Farm Blvd.
Woodbury, NY 11797

Director: Glenn Kaplan

Address: 125 Froehlich Farm Blvd.
Woodbury, NY 11797

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TALLAHASSEE FLORIDA

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: Evan A. Kaplan

Address: 125 Froehlich Farm Blvd.
Woodbury, NY 11797

Vice President: Wayne L. Kaplan Glenn Kaplan

Address: 125 Froehlich Farm Blvd. 125 Froehlich Farm Blvd.
Woodbury, NY 11797 Woodbury, NY 11797

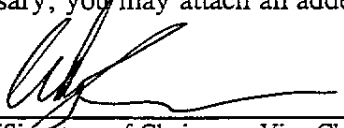
Secretary: Wayne L. Kaplan

Address: 125 Froehlich Farm Blvd.
Woodbury, NY 11797

Treasurer: Glenn Kaplan

Address: 125 Froehlich Farm Blvd.
Woodbury, NY 11797

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. Wayne L. Kaplan Vice President/Secretary
(Typed or printed name and capacity of person signing application)

State of New York } ss:
Department of State

I hereby certify, that the certificate of incorporation of SENIOR
QUARTERS MANAGEMENT CORP. was filed on 07/21/1992, with perpetual duration,
and that a diligent examination has been made of the index of corporation
papers filed in this Department for a certificate, order, or record of a
dissolution, and upon such examination, no such certificate, order or
record has been found, and that so far as indicated by the records of
this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of June
one thousand nine hundred and
ninety-eight.*



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 JUN 16 AM 9:47

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