

F98000004011

Document Number Only

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32310 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

200002588562--3

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*****70.00 *****70.00

Vencer Operating, Inc.

2000 JUL 14 AM 11:25
DIVISION OF CORPORATION

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☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Limited Liability Company

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC-1 Financing Statement

☐ UCC-3 Filing

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☒ Call if Problem

☐ After 4:30

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Examiner

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Acknowledgment

W.P. Verifier

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Hope

7/14 mtn
7/14

**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. Vencor Operating, 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. 52-2085484
(FEI number, if applicable)
4. February 26, 1998
(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. 400 West Market Street, Suite 3300, Louisville, Kentucky 40202
(Current mailing address)
8. The operation of healthcare facilities
(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)

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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

Carol Record

(Registered agent's signature) (Officer)

Carol Record, Asst. Secy

(Type Name and Title of Officer)

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: _____

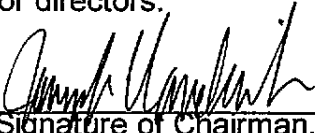
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Treasurer: _____

Address: _____

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

13.



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

14. Joseph L. Landenwich, Secretary

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

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Vencor Operating, Inc.

DIRECTORS

Michael R. Barr **Director**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

W. Bruce Lunsford **Director**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

W. Earl Reed, III **Director**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

OFFICERS

Frank W. Anastasio **Vice President, Ancillary Services**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Karen G. Barnes **Vice President, Clinical Operations**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Michael R. Barr **Chief Operating Officer and Executive Vice President**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Frank J. Battafarano **Vice President of Operations**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Richard P. Blinn **Vice President, Northeast Region**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Bryan D. Burklow **Senior Vice President, Northeast Region**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Richard E. Chapman **Senior Vice President, Information Systems**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

J. Guy Conces **Vice President, Systems Development**
Primary Address: None given

R. John Cowgill **Vice President, Facilities Management**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

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Vencor Operating, Inc.

Jill L. Force **Senior Vice President, General Counsel and Assistant Secretary**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

James H. Gillenwater, Jr. **Senior Vice President, Planning and Development**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Thomas L. Grissom **Vice President, Government Affairs**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Richard Gurka **Senior Vice President, Central Region**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Cecelia A. Hagan **Vice President, Human Resources**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Vincent S. Hambright **Vice President, West Region**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Phillip D. Hurley **Senior Vice President, Midwest Region**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Joseph L. Landenwich **Secretary**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Richard A. Lechleiter **Vice President, Finance and Corporate Controller**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Maria M. Levering **Senior Vice President, Corporate Services**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

W. Bruce Lunsford **Chairman of the Board, President, and Chief Executive Officer**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Adrienne Lyons **Vice President, Midwest Region**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Katheryn J. Markham **Vice President, Information Systems**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

Steven L. Monaghan **Vice President of Finance**
Primary Address: 400 West Market Street, Suite 3300
Louisville, KY 40202

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Vencor Operating, Inc.

Susan E. Moss Primary Address:	Vice President, Corporate Communications 400 West Market Street, Suite 3300 Louisville, KY 40202
Anne M. Nipp Primary Address:	Vice President, Southeast Region 400 West Market Street, Suite 3300 Louisville, KY 40202
James J. Novak Primary Address:	Senior Vice President, Southeast Region 400 West Market Street, Suite 3300 Louisville, KY 40202
John V. Oliver Primary Address:	Vice President, Southwest Region 400 West Market Street, Suite 3300 Louisville, KY 40202
Bobby R. Palmer Primary Address:	Senior Vice President, Southwest Region 400 West Market Street, Suite 3300 Louisville, KY 40202
Brian L. Pugh Primary Address:	Vice President, Central Region 400 West Market Street, Suite 3300 Louisville, KY 40202
W. Earl Reed, III Primary Address:	Chief Financial Officer and Executive Vice President 400 West Market Street, Suite 3300 Louisville, KY 40202
M. Suzanne Riedman Primary Address:	Vice President and Assistant General Counsel 400 West Market Street, Suite 3300 Louisville, KY 40202
Thomas M. Schuhmann Primary Address:	Vice President, Reimbursement 400 West Market Street, Suite 3300 Louisville, KY 40202
T. Stephen Turner Primary Address:	Senior Vice President, West Region 400 West Market Street, Suite 3300 Louisville, KY 40202
David R. Windhorst Primary Address:	Vice President, Financial Systems Development 400 West Market Street, Suite 3300 Louisville, KY 40202
Brian K. Wood Primary Address:	Vice President, Tax 400 West Market Street, Suite 3300 Louisville, KY 40202

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VENCOR OPERATING, 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 EIGHTH DAY OF JULY, A.D. 1998.

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

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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

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