

F98000005660

STEEL HECTOR & DAVIS LLP
Requester's Name

215 SOUTH MONROE ST. - SUITE 601
Address

TALLAHASSEE 32301 222-2300
City/State/Zip Phone #

CONTACT - ELIZABETH

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ELDER HEALTH, INC. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

- ☒ Walk in
 ☒ Pick up time 3:00
 ☒ Certified Copy
☐ Mail out
 ☐ Will wait
 ☐ Photocopy
 ☐ Certificate of Status

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
X	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA
98 OCT -5 AM 10:59

Examiner's Initials

**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. Elder Health, 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 3. 52-1929677
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 5, 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. February 1, 1998
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 1001 W. PRATT STREET
BALTIMORE, MD 21223
(Current mailing address)
8. For the Purpose of Transacting any and all lawful business
(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: George G. Sauers
Office Address: 14218 Squirrel Run
Orlando, FL, Florida, 32828
(Zip Code)

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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.

George G. Sauers
(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:

A. DIRECTORS

See attached list of directors

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Mr. Michael R. Steele

Address: 100 Harbor View Drive Apt 305
Baltimore, MD 21230

Vice President: Mr. David Carliner

Address: 2 Forest Bluff Ct
Owings Mills, MD 21117

Secretary: _____

Address: _____

Treasurer: Mr. Jeffrey M. Taylor

Address: 10237 Glastenbury Rd
Elliott City, MD 21042

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

13.

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

14.

JEFFREY M. TAYLOR, TREASURER
(Typed or printed name and capacity of person signing application)

BOARD OF DIRECTORS

Charles W. Newhall, III (Chuck)
New Enterprise Associates
1119 St. Paul Street
Baltimore, MD 21202
(410) 244-0115
Fax: (410) 752-7721

Charles M. Linehan (Chip)
New Enterprise Associates
2490 Sand Hill Road
Menlo Park, CA 94025
(650) 854-9499, ext. 1508
Fax: (650) 854-9397

Darcy Moore
Frontenac Company
135 S. LaSalle Street
Suite 3800
Chicago, IL 60603
(312) 368-0044
Fax: (312) 368-9520

Alethea Caldwell
MatureWell
5151 E. Broadway
Suite 350
Tucson, AZ 85711
Voice Mail: (520) 519-2505
Fax: (520) 298-0995

**SEND ALL CORRESPONDENCE TO
HOME OFFICE:
6880 E. Pico Del Monte
Tucson, AZ 85750
(520) 299-1896
Fax: (520) 299-2031**

Tony Masso — No
Integrated Health Services, Inc.
10065 Red Run Boulevard
Owings Mills, MD 21117
(410) 998-8947
Fax: (410) 998-8701

Scott Meadow (Attendee) — No
Sprout Group
520 Lake Cook Road
Suite 450
Deerfield, IL 60015
(847) 940-1735
Fax: (847) 940-1724

David Swenson
Coleman Swenson Hoffman Booth Inc.
237 Second Avenue, South
Franklin, TN 37064
(615) 791-9462
Fax: (615) 791-9636

Michael R. Steele
Elder Health, Inc.
1001 W. Pratt Street
Baltimore, MD 21223
(410) 846-4439
Fax: (410) 864-4467

Nancy Spangler, Esq. — No
Piper & Marbury, LLP
1200 Nineteenth Street, N.W.
Washington, DC 20036-2430
(202) 861-3900
Fax: (202) 223-2085

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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 "ELDERHEALTH, 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 THIRTIETH DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2513080 8300

DATE:

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07-30-98