

F 980000007039



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 079622 4352702

AUTHORIZATION : Patricia Pigute

COST LIMIT : \$ 78.75

ORDER DATE : December 28, 1998

ORDER TIME : 10:40 AM

ORDER NO. : 079622-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis  
Williams Parker Harrison Dietz  
200 South Orange Avenue

500002723185--6

Sarasota, FL 34236

FOREIGN FILINGS

NAME: HERITAGE HEALTHCARE OF AMERICA  
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Christopher Smith

FILED  
98 DEC 28 PM 3:38  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
12/28

RECEIVED  
98 DEC 28 PM 11:37  
THE UNITED STATES  
CORPORATION

**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. Name. The name of the Corporation is (the word "Incorporated", "Company" or "Corporation", etc. must appear to indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

Heritage Healthcare of America, Inc.

2. State of Incorporation. The state or country under the law of which the Corporation is incorporated is

California

3. Date of Incorporation. The date of incorporation of the Corporation is

November 3, 1995

4. Duration. The existence of the Corporation shall be perpetual.

5. Federal Employer Identification Number. (if applicable)

95-1082120

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6. Date First Transacted Business in Florida. (See Sections 607.1501, 607.1502, and 817.155, F.S.)

Upon Filing by the Florida Department of State

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7. Mailing Address. The mailing address of the Corporation is

16133 Ventura Boulevard  
Suite 965  
Encino, California 91436-2430

8. Nature of Business. (Brief description of the nature of business in which it is engaged in the State of Florida.)

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

The specific and primary purposes for which this corporation is formed is to develop and operate rental housing and substantial rehabilitation of cooperative, condominium and multi-family housing, including but not limited to low-income housing, and housing for the elderly.

9. Officers and/or Directors. The officers and/or directors of the Corporation, and their addresses, are as follows:

The officers are:

President	-	Jerold V. Goldstein 16133 Ventura Boulevard Suite 965 Encino, California 91436
Secretary	-	Virgil Lim 16133 Ventura Boulevard Suite 965 Encino, California 91436

Treasurer - Steven Goodman  
16133 Ventura Boulevard  
Suite 965  
Encino, California 91436

The directors are:

Chairman - Onofrio Vincent Bertolini  
16133 Ventura Boulevard  
Suite 965  
Encino, California 91436

Vice Chairman - Herbert Saltzman  
16133 Ventura Boulevard  
Suite 965  
Encino, California 91436

Member - Cary Medill  
16133 Ventura Boulevard  
Suite 965  
Encino, California 91436

Member - Donald King  
16133 Ventura Boulevard  
Suite 965  
Encino, California 91436

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10. Florida Registered Agent and Office. The name of the registered agent and the address of the registered office of the Corporation is

James L. Turner, Esq.  
200 South Orange Avenue  
Sarasota, Florida 34236

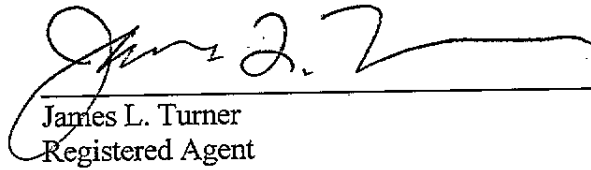
By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with the obligations of that position.

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.

Dated this 23<sup>rd</sup> day of December, 1998.

\_\_\_\_\_  
Jerold V. Goldstein, President


  
\_\_\_\_\_  
James L. Turner  
Registered Agent

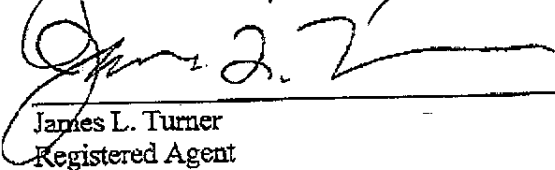
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TALLAHASSEE FLORIDA

other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

Dated this 23<sup>rd</sup> day of December, 1998.

  
Jefold V. Goldstein, President

  
James L. Turner  
Registered Agent

LAF-340315

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# State of California



## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

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TALLAHASSEE FLORIDA

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 3rd day of November, 19 95,

HERITAGE HEALTHCARE OF AMERICA, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

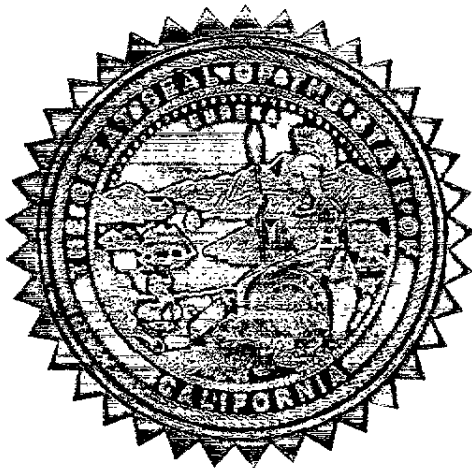
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

December 16, 1998



*Bill Jones*

Secretary of State