

F99000000641



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 118762 7112202

AUTHORIZATION : *Patricia Pizz*

COST LIMIT : \$ 70.00

ORDER DATE : February 1, 1999

ORDER TIME : 12:42 PM

ORDER NO. : 118762-005

500002762605--5

CUSTOMER NO: 7112202

CUSTOMER: Ms. Dione Robinette
Balanced Care Corporation
5021 Louise Drive
Suite 200
Mechanicsburg, PA 17055

FOREIGN FILINGS

NAME: BALANCED CARE AT TAMPA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

99 FEB -2 PM 3:04

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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2/2

**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. Balanced Care at Tampa, 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. January 14, 1999

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. anticipate January, 1999

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 5021 Louise Drive, Suite 200

Mechanicsburg, PA 17055

(Current mailing address)

8. own, manage and operate adult congregate living facility

(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: Molly Adams

(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: See attachment A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attachment B

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.

Robin L. Barber

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

14.

Robin L. Barber, Vice President + Secretary

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

Attachment A

Name: Brad E. Hollinger
Title: Sole Director
Address: 5021 Louise Drive, Suite 200
Mechanicsburg, PA 17055

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Attachment B

Name: Stephen G. Marcus
Title: President
Address: 5021 Louise Drive, Suite 200
Mechanicsburg, PA 17055

Name: Brian L. Barth
Title: Vice President
Address: 5021 Louise Drive, Suite 200
Mechanicsburg, PA 17055

Name: Russell A. DiGillio
Title: Vice President
Address: 5021 Louise Drive, Suite 200
Mechanicsburg, PA 17055

Name: Robert J. Sutton
Title: Vice President and Assistant Secretary
Address: 5021 Louise Drive, Suite 200
Mechanicsburg, PA 17055

Name: Robin L. Barber
Title: Vice President and Secretary
Address: 5021 Louise Drive, Suite 200
Mechanicsburg, PA 17055

Name: Mark Moore
Title: Treasurer
Address: 5021 Louise Drive, Suite 200
Mechanicsburg, PA 17055

Name: Karen N. Connelly
Title: Assistant Secretary
Address: 5021 Louise Drive, Suite 200
Mechanicsburg, PA 17055

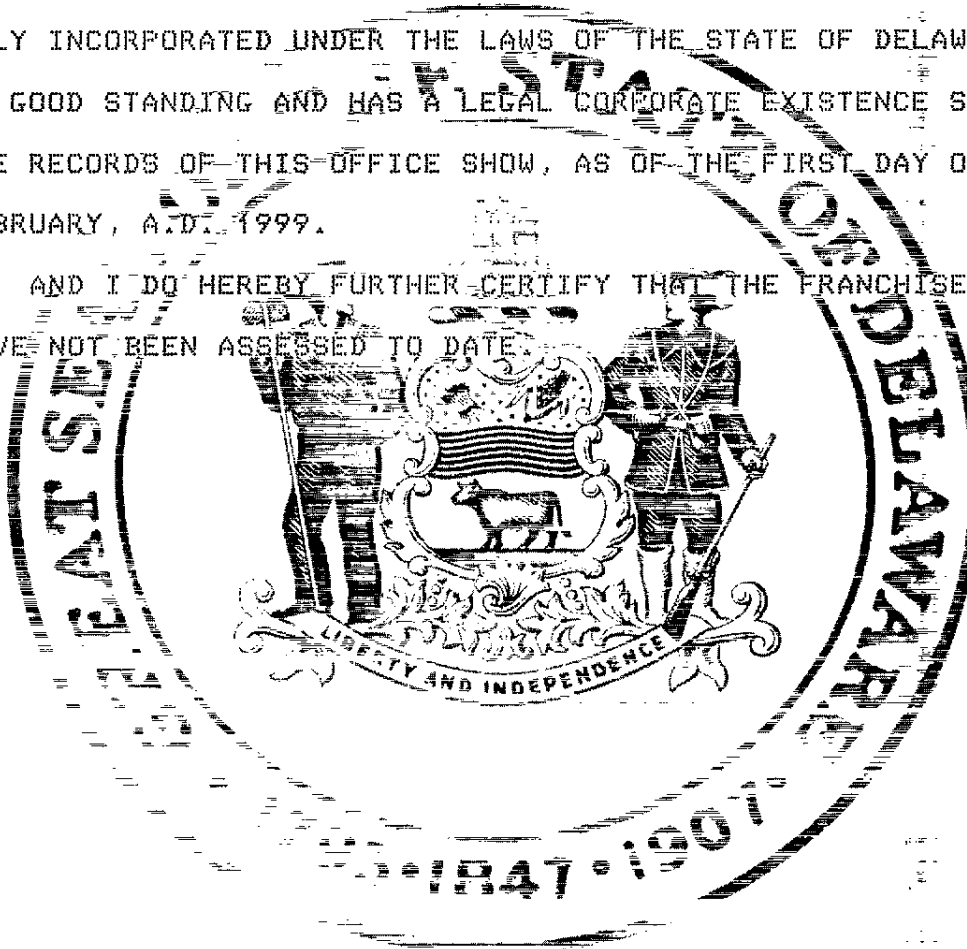
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BALANCED CARE AT TAMPA, 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 FIRST DAY OF FEBRUARY, A.D. 1999.

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



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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2992771 8300

DATE: 9550937

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02-01-99