

F99000004179



ACCOUNT NO. : 072100000032

REFERENCE : 336873 12000A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pajito

ORDER DATE : August 10, 1999

ORDER TIME : 11:43 AM

ORDER NO. : 336873-020

600002958746--0

CUSTOMER NO: 12000A

CUSTOMER: Renee Ann Winslow, Legal Asst
Shapiro & Adams, P.a.
Suite 272
2401 Pga Boulevard
Palm Beach Gard, FL 33410

FOREIGN FILINGS

NAME: HQM AT WINTERHAVEN II, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 12 AM 8:51

XXXX QUALIFICATION (TYPE: CO)

(4)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

BK
8/12/99
FILED

**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.*

FILED
STATE
SECRETARY OF CORPORATIONS
AUG 19 99
AM 8:51

1. HQM at Winterhaven II, 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. 65-0938436
(FEI number, if applicable)
4. 7/19/99
(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. 2401 PGA Boulevard, Suite 155
Palm Beach Gardens, FL 33410
(Current mailing address)
8. LONG TERM CARE FACILITIES
(Purpose(s) of corporation authorized in home state or country to be carried out in 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.

By: Deborah D. Skipper Deborah D. Skipper
(Registered agent's signature) as its agent

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Elizabeth Fago

Address: 2401 PGA Blvd., Suite 155
Palm Beach Gardens, FL 33410

Director: _____

Address: _____

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

~~CEO~~
President: Elizabeth Fago

Address: 2401 PGA Blvd., Suite 155
Palm Beach Gardens, FL 33410

~~Executive~~
Vice President: Paul Walczak

Address: 2401 PGA Blvd., Suite 155
Palm Beach Gardens, FL 33410

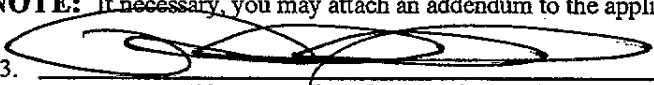
Secretary: _____

Address: _____

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)

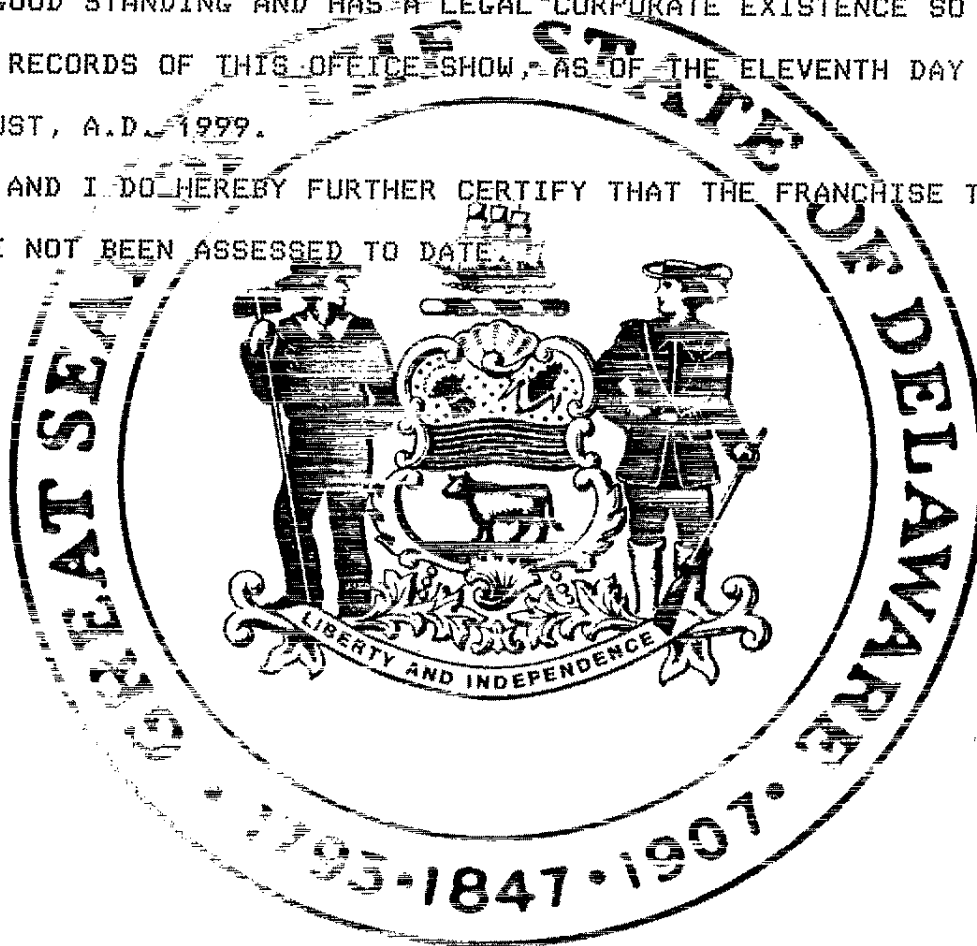
14. Elizabeth Fago, President Paul Walczak, Executive V.P.
(Typed or printed name and capacity of person signing application)

FILED
STATE
DIVISION OF CORPORATIONS
99 AUG 12 AM 8:51

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HQM AT WINTERHAVEN II, 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 ELEVENTH DAY OF AUGUST, A.D. 1999.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 12 AM 8:51



Edward J. Freel

Edward J. Freel, Secretary of State

3071501 8300

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AUTHENTICATION: 9916446

DATE: 08-11-99