

13924/5757

# State of Idaho

## Department of State

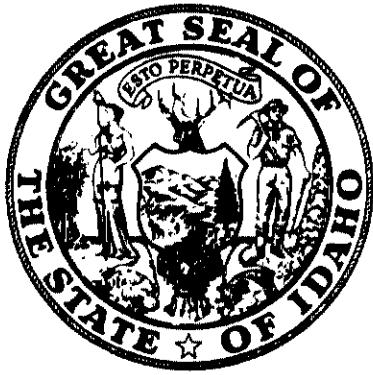
### CERTIFICATE OF AUTHORITY OF

NATIONAL HERITAGE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of NATIONAL HERITAGE, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to NATIONAL HERITAGE, INC. to transact business in this State under the name NATIONAL HERITAGE, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated July 26, 1991



*Pete T. Cenarrusa*

SECRETARY OF STATE

*[Signature]*  
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is National Heritage, Inc.

2. The name which it shall use in Idaho is National Heritage, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Georgia

4. The date of its incorporation is 1-28-87 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 66 Luckie St. - Atlanta, GA 30303

6. The address to which correspondence should be addressed, if different from that in item 5. 15770 N. Dallas Pkwy. - Dallas, TX 75248

7. The street address of its proposed registered office in Idaho is \_\_\_\_\_  
 c/o The Prentice-Hall Corporation System, Inc.,  
 877 Main Street, Boise, Idaho 83702-5858

and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
nursing home management

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Robert M. Galeske</u>	<u>Pres.-CEO-Chm.</u>	<u>2711 LBJ Hwy - Dallas, TX 75234</u>
<u>Sonia Roper</u>	<u>Asst. Sec.</u>	<u>" " " "</u>
<u>Glen Adams</u>	<u>Director</u>	<u>" " " "</u>
<u>Kearnth Morgan</u>	<u>VP</u>	<u>15700 N. Dallas Pkwy - Dallas, TX 75248</u>
<u>Joseph R. Zepha</u>	<u>VP-CFO-Sec.</u>	<u>" " " "</u>
<u>James Murphy</u>	<u>EVP-COO</u>	<u>" " " "</u>

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Name	Office	Address
James Shelton	VP-Cont. CAO	15770 N. Dallas Pkwy - Dallas, TX 75248
Daniel Montgomery	VP-Admin. Sec.	" " " "
Stanley Ruppel	VP- Bus. Dev.	" " " "
Ann Marie Grottsch	Asst. Sec.	" " " "
Stanley Yaker	Dir. of Reimb.	" " " "
David Berger	Director	P.O. Box 9224 - Longwood Key, FL 34228
John McDonald	"	3820 Chilea Rd. - Davis, CA 95616
Edward Middleton	"	3820 Chilea Rd. - Davis, CA 95616
Ronald Rosen	"	3600 Wilshire Blvd. - Los Angeles, CA 90010
James Verbrugge	"	1300 Messivether Dr. - Bogart, Ga 30622

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: June 11, 1991

National Heritage, Inc.  
(Corporation Name)

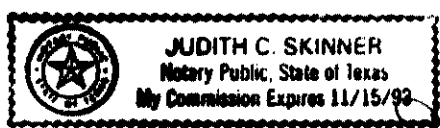
By Robert M. Galecke  
Its President / (please specify)

and Sonja Ryberg  
Its Assistant Secretary (please specify)

STATE OF Texas )  
COUNTY OF Dallas ) ss:

I, Judith C. Skinner, a notary public, do hereby certify that on this 21<sup>st</sup> day of June, 1991, personally appeared before me Robert M. Galecke, who being by me first duly sworn, declared that (s)he is the President of National Heritage, Inc.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.



Judith C. Skinner  
Notary Public

**Secretary of State**  
**Business Services and Regulation**  
**Suite 315, West Tower**  
2 Martin Luther King Jr. Dr.  
Atlanta, Georgia 30334-1530

CERTIFICATE DATE : 06/20/91  
TRANSACTION NUMBER : 91171682 (683)  
EXAMINER : DONNA HYDE  
TELEPHONE : 404-656-0624  
CONTROL NUMBER : 8707227  
INCORP/AUTH/FILED : 01/28/87  
JURISDICTION : GEORGIA

**REQUESTED BY:**

ROGERS & HARDIN  
TAMMY D. THOMAS  
2700 CAIN TOWRE PEACHTREE CENTER  
ATLANTA, GEORGIA 30303

**CERTIFICATE OF EXISTENCE**

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that:

**"NATIONAL HERITAGE, INC."**  
a domestic profit corporation

was formed in the jurisdiction set forth above, and filed its formation documents or application for certificate of authority in the office of the Secretary of State and was incorporated, formed or authorized to transact business on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of the Georgia laws relating to corporations or limited partnerships (Title 14 of the Official Code of Georgia Annotated) and has not filed Articles of Dissolution or a Certificate of Cancellation or Withdrawal with the Secretary of State. This certificate is issued under the authority of O.C.G.A. §14-2-128 and 14-2-130, 14-3-6 and 14-3-31 or 14-9-1102 and shall be taken and received in all courts, public offices and official bodies as prima-facie evidence of the existence or nonexistence of the facts stated herein.

FORM C1 (JULY 1989)



*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

*Verley J. Spivey*

VERLEY J. SPIVEY  
DEPUTY SECRETARY OF STATE

SECURITIES  
656-2894

CEMETERIES  
656-3079

CORPORATIONS  
656-2817

CORPORATIONS HOT-LINE  
404-656-2222  
Outside Metro-Atlanta

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