

State of Idaho

Office of the Secretary of State

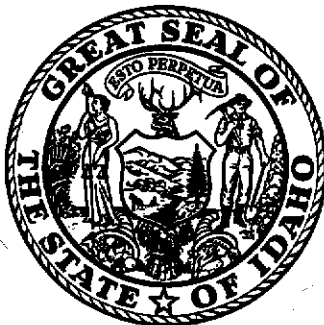
**CERTIFICATE OF AUTHORITY
OF
GENESIS ELDERCARE REHABILITATION SERVICES, INC.**

File Number C 193636

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: February 3, 2012



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

12 FEB -3 AM 8:48

The undersigned Corporation applies for a Certificate of Authority and states as follows:

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

Genesis Eldercare Rehabilitation Services, Inc.

2. The name which it shall use in Idaho is: Genesis Eldercare Rehabilitation Services, Inc.

3. It is incorporated under the laws of: Pennsylvania

4. Its date of incorporation is: 11/28/1986

5. The address of its principal office is:

101 E. State Street, Kennett Square, PA 19348

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 12550 W. Explorer Drive, Suite 100, Boise, ID 83713

and its registered agent in Idaho at that address is: Corporation Service Company

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

Name	Title	Business Address
<u>George V. Hager, Jr.</u>	<u>Director, CEO</u>	<u>101 E. State Street Kennett Sq. PA 19348</u>
<u>Robert A. Reitz</u>	<u>Director, Exec VP, COO</u>	<u>101 E. State Street Kennett Sq. PA 19348</u>
<u>Thomas DiVittorio</u>	<u>CFO, Treasurer Asst Sec</u>	<u>101 E. State Street Kennett Sq. PA 19348</u>
<u>Daniel A. Hirschfeld</u>	<u>Exec VP</u>	<u>101 E. State Street Kennett Sq. PA 19348</u>
<u>Michael S. Sherman</u>	<u>Senior VP, Secretary</u>	<u>101 E. State Street Kennett Sq. PA 19348</u>
<u>Lou Ann Soika</u>	<u>Senior VP</u>	<u>101 E. State Street Kennett Sq. PA 19348</u>

Dated: 1/31/2012

Signature: M. Sherman

Typed Name: Michael S. Sherman

Capacity: Senior Vice President

[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

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Revised 10/2008

IDAHO SECRETARY OF STATE
02/03/2012 05:00
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C193636

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

JANUARY 13, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

GENESIS ELDERCARE REHABILITATION SERVICES, INC.

is duly incorporated as a Pennsylvania Corporation under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

A handwritten signature in cursive script, appearing to read "Carol Aichele".

Secretary of the Commonwealth

Certification Number: 10035341-1

Verify this certificate online at <http://www.corporations.state.pa.us/corp/soskb/verify.asp>