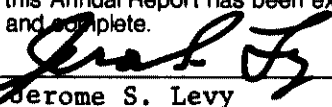


No. 33889	<b>Idaho Corporation Annual Report Form</b>		2. Registered Agent and Office																																																							
Return To  Secretary of State Room 203, Statehouse Boise, ID 83720  OCT 17 5 2 41	Due No Later Than November 1, 1988		UNITED STATES CORPORATION 700 WEST IDAHO BOISE, IDAHO 83701																																																							
	1. Mailing Address — Please Correct 083889		3. Incorporated Under The Laws of  STATE OF NEVADA																																																							
	NATIONAL HERITAGE MANAGEMENT, IN JEROME S. LEVY 1601 LBJ FRWY, SUITE 640 DALLAS, TEXAS 75234					ENTER OCT 19																																																				
4. Names and Addresses of Officers and Directors																																																										
<table border="1"> <thead> <tr> <th data-bbox="51 402 327 436"></th> <th data-bbox="327 402 695 436">Name</th> <th data-bbox="695 402 1158 436">Street or P.O. Address</th> <th data-bbox="1158 402 1372 436">City</th> <th data-bbox="1372 402 1488 436">State</th> <th data-bbox="1488 402 1632 436">Zip</th> </tr> </thead> <tbody> <tr> <td data-bbox="51 436 327 487">President:</td> <td data-bbox="327 436 695 487">James R. Gilley</td> <td data-bbox="695 436 1158 487">1601 LBJ Frwy, Ste 800</td> <td data-bbox="1158 436 1372 487">Dallas</td> <td data-bbox="1372 436 1488 487">TX</td> <td data-bbox="1488 436 1632 487">75234</td> </tr> <tr> <td data-bbox="51 487 327 522">Secretary:</td> <td data-bbox="327 487 695 522">Harry J. Reidler</td> <td data-bbox="695 487 1158 522">1270 Ave. of Americas</td> <td data-bbox="1158 487 1372 522">New York</td> <td data-bbox="1372 487 1488 522">NY</td> <td data-bbox="1488 487 1632 522">10020</td> </tr> <tr> <td data-bbox="51 522 327 586" rowspan="2">Directors:</td> <td data-bbox="327 522 695 557">Barry J. Klein</td> <td data-bbox="695 522 1158 557">13154 Coit Rd, Ste 120</td> <td data-bbox="1158 522 1372 557">Dallas</td> <td data-bbox="1372 522 1488 557">TX</td> <td data-bbox="1488 522 1632 557">75240</td> </tr> <tr> <td data-bbox="327 557 695 586">James R. Gilley</td> <td data-bbox="695 557 1158 586">1601 LBJ Frwy, Ste 800</td> <td data-bbox="1158 557 1372 586">Dallas</td> <td data-bbox="1372 557 1488 586">TX</td> <td data-bbox="1488 557 1632 586">75234</td> </tr> <tr> <td data-bbox="51 586 327 628">Treasurer:</td> <td data-bbox="327 586 695 628">Barry J. Klein</td> <td data-bbox="695 586 1158 628">13154 Coit Rd, Ste 120</td> <td data-bbox="1158 586 1372 628">Dallas</td> <td data-bbox="1372 586 1488 628">TX</td> <td data-bbox="1488 586 1632 628">75240</td> </tr> <tr> <td data-bbox="51 628 327 663">Sr. VP:</td> <td data-bbox="327 628 695 663">Robert L. Griffis</td> <td data-bbox="695 628 1158 663">13154 Coit Rd, Ste 120</td> <td data-bbox="1158 628 1372 663">Dallas</td> <td data-bbox="1372 628 1488 663">TX</td> <td data-bbox="1488 628 1632 663">75240</td> </tr> <tr> <td data-bbox="51 663 327 699">Vice Pres.:</td> <td data-bbox="327 663 695 699">William S. Friedman</td> <td data-bbox="695 663 1158 699">1270 Ave. of Americas</td> <td data-bbox="1158 663 1372 699">New York</td> <td data-bbox="1372 663 1488 699">NY</td> <td data-bbox="1488 663 1632 699">10020</td> </tr> <tr> <td data-bbox="51 699 327 734">Vice Pres.:</td> <td data-bbox="327 699 695 734">Jerome S. Levy</td> <td data-bbox="695 699 1158 734">1601 LBJ Frwy, Ste 800</td> <td data-bbox="1158 699 1372 734">Dallas</td> <td data-bbox="1372 699 1488 734">TX</td> <td data-bbox="1488 699 1632 734">75234</td> </tr> </tbody> </table>							Name	Street or P.O. Address	City	State	Zip	President:	James R. Gilley	1601 LBJ Frwy, Ste 800	Dallas	TX	75234	Secretary:	Harry J. Reidler	1270 Ave. of Americas	New York	NY	10020	Directors:	Barry J. Klein	13154 Coit Rd, Ste 120	Dallas	TX	75240	James R. Gilley	1601 LBJ Frwy, Ste 800	Dallas	TX	75234	Treasurer:	Barry J. Klein	13154 Coit Rd, Ste 120	Dallas	TX	75240	Sr. VP:	Robert L. Griffis	13154 Coit Rd, Ste 120	Dallas	TX	75240	Vice Pres.:	William S. Friedman	1270 Ave. of Americas	New York	NY	10020	Vice Pres.:	Jerome S. Levy	1601 LBJ Frwy, Ste 800	Dallas	TX	75234
	Name	Street or P.O. Address	City	State	Zip																																																					
President:	James R. Gilley	1601 LBJ Frwy, Ste 800	Dallas	TX	75234																																																					
Secretary:	Harry J. Reidler	1270 Ave. of Americas	New York	NY	10020																																																					
Directors:	Barry J. Klein	13154 Coit Rd, Ste 120	Dallas	TX	75240																																																					
	James R. Gilley	1601 LBJ Frwy, Ste 800	Dallas	TX	75234																																																					
Treasurer:	Barry J. Klein	13154 Coit Rd, Ste 120	Dallas	TX	75240																																																					
Sr. VP:	Robert L. Griffis	13154 Coit Rd, Ste 120	Dallas	TX	75240																																																					
Vice Pres.:	William S. Friedman	1270 Ave. of Americas	New York	NY	10020																																																					
Vice Pres.:	Jerome S. Levy	1601 LBJ Frwy, Ste 800	Dallas	TX	75234																																																					
5. Nature of Business Nursing Home Management	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.  Signature  Date 10/11/88 Name (Typed or Printed) Jerome S. Levy Title Vice President																																																									