

State of Idaho

Office of the Secretary of State

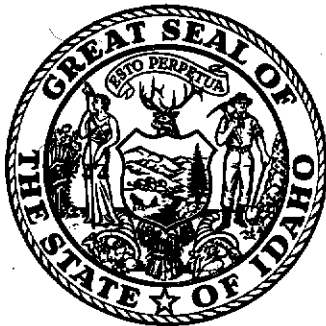
**CERTIFICATE OF AUTHORITY
OF
MWG SENIOR HEALTHCARE, INC.**

File Number C-196117

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: October 2, 2012



Ben Yursa

SECRETARY OF STATE

By *Christie*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

2012 OCT -2 PM 2:06

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:

MWG Senior Healthcare, Inc.

2. The name which it shall use in Idaho is: MWG Senior Healthcare, Inc.

3. It is incorporated under the laws of: Mississippi

4. Its date of incorporation is: 3/29/2006

5. The address of its principal office is:

5722 I-55 N Frontage Road Jackson MS 39211

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

PO Box 14067, Jackson, MS 39236

7. The street address of its registered office in Idaho is: 111 West Jefferson, Suite 530

and its registered agent in Idaho at that address is: CT Corporation System

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

Name	Title	Business Address
<u>David R. White</u>	<u>President/Director</u>	<u>5722 I-55 N Frontage Road, Jackson, MS</u>
<u>John J. Morgan</u>	<u>Vice President/ Director</u>	<u>5722 I-55 N Frontage Rd, Jackson, MS 39</u>
<u>Richard L. Eaton</u>	<u>Secretary/Treasurer/Di</u>	<u>5722 I-55 N Frontage Rd, Jackson, MS 39</u>
<u>Ryan L. Eaton</u>	<u>Vice President/Director</u>	<u>5722 I-55 N Frontage Rd, Jackson, MS 39</u>
<u>Jason A. Peets</u>	<u>Vice President/Director</u>	<u>5722 I-55 N Frontage Rd, Jackson, MS 39</u>
<u>James K. Douglas</u>	<u>Director</u>	<u>5722 I-55 N Frontage Rd, Jackson, MS 39</u>

Dated: 9/25/2012

Signature:

Typed Name: Richard L. Eaton

Capacity: Secretary

[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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forms\appforauthority_profit.pmd
Revised 06/2005

IDAHO SECRETARY OF STATE
10/02/2012 05:00
CK: 1489 CT: 274886 BN: 1342138
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Web Form

0196117

State of Mississippi

Office of the Secretary of State
C. Delbert Hosemann, Jr., Secretary of State
Jackson, Mississippi

CERTIFICATE

I, C. DELBERT HOSEMAN, JR., Secretary of State of the State of Mississippi, and as such, the legal custodian of the corporate records, required by the laws of Mississippi, to be filed in my office, do hereby certify:

That on March 29, 2006, the State of Mississippi issued a Charter/Certificate of Authority to:

MWG SENIOR HEALTHCARE, INC.

That the state of incorporation is MISSISSIPPI.

That the period of duration is perpetual.

That according to the records of this office, Articles of Dissolution or a Certificate of Withdrawal have not been filed.

That according to the records of this office, a current Annual Report has been delivered to the Office of the Secretary of State.

I further certify that all fees, taxes and penalties owed to this state, as reflected in the records of the Secretary of State, have been paid and that the corporation is in existence or has authority to transact business in Mississippi.



Given under my hand
and seal of office
September 11, 2012

C. Delbert Hosemann, Jr.

C. Delbert Hosemann, Jr.
Secretary of State