

Filing fee: \$50.00  
License fee: \$15.00 minimum  
(Section 7-1.1-124)

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF**

WATCH HILL MANOR, LTD.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is WATCH HILL MANOR, LTD.

SECOND: The name which it elects to use in Rhode Island is WATCH HILL  
MANOR, LTD.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of CONNECTICUT.

FOURTH: The date of its incorporation is November 18, 1983 and the period  
of its duration is indefinite

FIFTH: The address of its principal office in the state or country under the laws of  
which it is incorporated is c/o Brian J. Foley, 220 Scoville Road, Avon, CT, 06001.

SIXTH: The address of its proposed registered office in Rhode Island is Watch Hill  
Road, Westerly, Rhode Island and the name of its proposed registered agent in  
Rhode Island at that address is MARY LOUISE KICINSKI

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of  
business in Rhode Island are owning and operating a nursing home.

**EIGHTH: The names and respective addresses of its directors and officers are:**

<u>Name</u>	<u>Office</u>	<u>Address</u>
Brian J. Foley	Director	c/o 220 Scoville Road, Avon, CT, 06001
Edwin L. Baum	Director	799 Main Street, Hartford, CT 06103
	Director	
Brian J. Foley	President	c/o 220 Scoville Road, Avon, CT 06001
	Vice President	
Edwin L. Baum	Secretary	799 Main Street, Hartford, CT 06103
Brian J. Foley	Treasurer	c/o 220 Scoville Road, Avon, CT, 06001

**NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:**

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
5000	Common	--	\$10.00

**TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:**

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	Common	--	\$10.00

**ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 1,000.00**

**TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 195,000.00**

**THIRTEENTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 195,000.00**

**FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 1,100,000.00**

**FIFTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 1,100,000.00**

**SIXTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.**

Dated December 1, 1983

WATCH HILL MANOR, LTD.  
[Exact Corporate Name of Corporation Making Application]

By *Brian J. Foley*  
Brian J. Foley  
Its President  
and *Edwin L. Baum*  
Edwin L. Baum  
Its Secretary

STATE OF CONNECTICUT }  
COUNTY OF HARTFORD } SC. Hartford

At Hartford in said County on the 1st day  
of December 1983, before me personally appeared BRIAN J.  
FOLEY and EDWIN L. BAUM, who being by me first duly sworn, declared that  
they are the President and Secretary respectively of Watch Hill Manor, Ltd.,  
that they signed the foregoing document as such President and Secretary of the  
corporation, and that the statements therein contained are true.

*Virginia S. Moore*  
Notary Public

Virginia S. Moore  
My Commission expires: 3/31/84

(NOTARIAL SEAL)

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WATCH HILL MANOR, INC.

Watch Hill Road  
R.R. 1, BOX #78  
Westerly, Rhode Island 02891

December 2, 1983

Secretary of State of Rhode Island  
Corporations Section  
State Office Buildings  
Providence, Rhode Island 02903

Dear Sir:

The undersigned hereby consents to the use of the name  
"Watch Hill Manor, Ltd."

WATCH HILL MANOR, INC.

By Salvatore Freddura  
Salvatore Freddura  
President

(Continued)

The designation of each class of shares, the authorized number of shares of each such class, and the par value (if any) of each share thereof are as follows:

- a) Common
- b) 5,000 shares
- c) \$10.00 par value

4. The terms, limitations and relative rights and preferences of each class of shares and series thereof (if any), or an express grant of authority to the board of directors pursuant to Section 33-341, 1959 Supp. Conn. G.S., are as follows:

None

5. The minimum amount of stated capital with which the corporation shall commence business is

One Thousand and no/100 (\$1,000.00) dollars. (Not less than one thousand dollars)

Form 61-58

**State of Connecticut**

OFFICE OF SECRETARY OF THE STATE

} SS.

HARTFORD.

I hereby certify that the foregoing is a true copy of record in this office

IN TESTIMONY WHEREOF, I have hereunto set my

hand, and affixed the Seal of said State, at

Hartford, this .....5th..... day

of .....December..... A.D., 19<sup>83</sup>

*Julia H. Tashjian*

Secretary of the State