

Filing fee: ~~650.00~~
License fee: \$15.00 minimum
(Section 7-1.1-124)

Corporate ID

82113

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

THE CLIPPER HOME, INC.

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 THE CLIPPER HOME, INC.

SECOND: The name which it elects to use in Rhode Island is
THE CLIPPER HOME, INC.

(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 the State of Connecticut

FOURTH: The date of its incorporation is May 2, 1994 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 90 Avon Meadow Lane, P.O. Box 1425, Avon, CT 06001

SIXTH: The address of its proposed registered office in Rhode Island is 53 High Street,
Westerly, RI 02891-0558 and the name of its proposed registered agent in
Rhode Island at that address is Victor J. Orsinger, II

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of
business in Rhode Island are to own and operate a nursing care facility.

DEC 7 1994

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By 4659133140

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	76 Hartford Rd., Simsbury, CT. 06070
Edwin L. Baum	Director	250 S. Ocean Blvd., Boca Raton, FL 33432
Mark Hambley	Director	5 Colony Road, Canton, CT. 06019
Ruthanne Sullivan	Director	1 Strathmore Lane, Avon, CT. 06001
Brian J. Foley	President / ^{and Treasurer}	76 Hartford Rd., Simsbury, CT. 06070
Ruthanne Sullivan	Vice President	1 Strathmore Lane, Avon, CT. 06001
Edwin L. Baum	Secretary	250 S. Ocean Blvd., Boca Raton, FL 33432
Mark Hambley	Assistant Secretary / Treasurer	5 Colony Road, Canton, CT. 06019

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>
5,000	Common	n/a	\$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	n/a	\$10.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 227,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 227,000.00

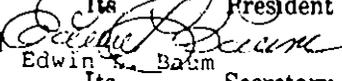
THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 600,000.00

FOURTEENTH: 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 \$ 600,000.00

FIFTEENTH: 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.

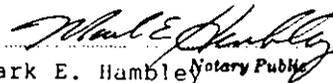
Dated November 28, 19 94

THE CLIPPER HOME, INC.
[Exact Corporate Name of Corporation Making Application]

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

STATE OF CONNECTICUT }
COUNTY OF HARTFORD } Sc. Avon

At Avon, Connecticut in said County on the 28th day
of November 19 94, before me personally appeared BRIAN J. FOLEY
and EDWIN L. BAUM, who being by me first duly sworn, declared that they
are ~~the~~ the President and Secretary respec^{tively} of THE CLIPPER HOME, INC.,
that he signed the foregoing document as such President and Secretary/^{respectively} of the
corporation, and that the statements therein contained are true.


Mark E. Hambly Notary Public
My Commission Expires: 03/31/95

(NOTARIAL SEAL)



STATE OF CONNECTICUT }
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this 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 22 day of Dec A.D. 19 94

Pauline R. Kyle
SECRETARY OF THE STATE BV

FILE 1253

0750

06/02/94 0037110 50.00

CERTIFICATE OF INCORPORATION
STOCK CORPORATION

§1-5 REV. 8-90

10/02/90003 06/02/94 0000300 150.00

STATE OF CONNECTICUT
SECRETARY OF THE STATE

1.

The undersigned incorporator(s) hereby form(s) a corporation under the Stock Corporation Act of the State of Connecticut:

1. The name of the corporation is THE CLIPPER HOME, INC.
2. The nature of the business to be transacted, or the purposes to be promoted or carried out by the corporation, are as follows:
 - A.) To engage in any lawful act, business or activity for which corporations may be formed under the Connecticut Corporation Act.