KENTUCKY SECRETARY OF STATE P.O.BOX 718 FRANKFORT, KY 40602

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Certificate of Dissolution

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

IMPORTANT NOTICE

H. TEMPLE SPEARS ASSISTED LIVING CORPORATION

did not file its 2008 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the company on November 1, 2008.

DR WILLIAM P FRIEDLANDER 1244 S FOURTH AVE LOUISVILLE KY 40203



Trey Grayson Secretary of State