

The State of South Carolina,

EXECUTIVE DEPARTMENT

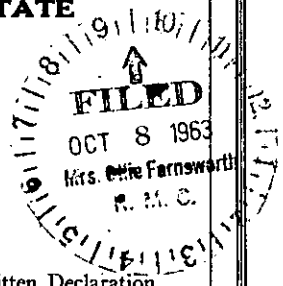
CHARTER BY THE SECRETARY OF STATE

WHEREAS,

C. S. Bell and Azile C. Cope

of

Greenville, South Carolina



did on the 4th day of October, 1963, file with the Secretary of State a written Declaration

signed by themselves, setting forth:

FIRST: That their names and residences are as above given.

SECOND: That the name of the proposed corporation is **AMERICAN HERITAGE NURSING HOMES, INC.**

THIRD: That the principal place of business is **Greenville, South Carolina**
Mailing address: **P. O. Box 10207, Greenville, S. C.**

FOURTH: That the general nature of the business which it is proposed to do is

Give & set out existing or

(County) (State)

4th. That the general nature of the business which it proposes to do is to own, lease, operate and maintain residential, rest and nursing quarters, facilities, and services of all types, both temporary and permanent for persons of both sexes of all ages and conditions of health, said facilities and services to include but not be limited to, living quarters, preparation and serving of food, complete nursing and medical services, entertainment, and all related facilities and services; said facilities and services shall also include, but not be limited to those normally provided in "rest homes," "nursing homes," and homes for the aged, injured or infirmed; to own, lease, operate and maintain a farm or farms, dairy or dairies in connection with and/or apart from and unrelated to said residential, rest or nursing home facilities described above;

Use general terms

purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated. To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchise and income. To lend and take and hold real property and tangible and intangible personal property as security for the payment of funds so loaned or invested. To acquire by purchase, subscription or otherwise, and to own, hold, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of and to deal in and deal with shares of capital stock, bonds, debentures, obligations, evidences of indebtedness and securities issued by any public or private corporation, government or municipality, or otherwise, and other property, real and personal, and to pay cash therefor, or to issue in exchange therefor the shares of capital stock, bonds, notes, debentures or obligations or evidences of indebtedness of the corporation. To conduct its business, carry on its operations, and have offices and exercise the powers granted in any state, territory, district, or possession of the United States or any foreign country. To purchase, take, receive, or otherwise acquire, hold, own, pledge, transfer, or otherwise dispose of its own shares. To enter into any lawful arrangement for sharing profits, union of interests, reciprocal association, or co-operative association with any corporation, association, partnership, individual, or other legal entity, for the carrying on of any business, the purpose of which is similar to the purposes set forth in the foregoing enumeration, and to enter into any general or limited partnership, the purpose of which is similar to such purposes. To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

(CONTINUED ON NEXT PAGE)