

JOINT AGREEMENT AND PLAN OF MERGER

This JOINT AGREEMENT AND PLAN OF MERGER, made and entered into this 18th day of August, 1971, by and between Coleman-Aimar Hospital, Inc.; Extendicare/Greenville, Inc.; and Finger Hospital, Inc.

all South Carolina corporations (the "Constituent Corporations"), and at least a majority of the directors:

W I T N E S S E T H:

WHEREAS, the Constituent Corporations are duly organized and existing under the laws of the State of South Carolina, having been organized and having a capitalization as follows:

<u>NAME</u>	<u>DATE OF INCORPORATION</u>	<u>CAPITALIZATION</u>		
		<u>AUTH.</u>	<u>ISSUED</u>	<u>PAR VALUE</u>
Extendicare/Greenville, Inc.	1/9/68	50	50	none
Coleman-Aimar Hospital, Inc.	1/28/71	1,000	1,000	none
Finger Hospital, Inc.	10/22/70	1,000	1,000	none

Extendicare, Inc., (a Delaware corporation) owns 100% of the stock of each of the Constituent Corporations and voted all of the above shares in favor of the Plan of Merger.

(Continued on next page)