

File Number 5478-490-2



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State of Illinois  
Office of  
The Secretary of State

Whereas, APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF  
VENTAS, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED  
IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS  
CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of  
Illinois, by virtue of the powers vested in me by law, do hereby issue  
this certificate and attach hereto a copy of the Application of the  
aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be  
affixed the Great Seal of the State of Illinois,  
at the City of Springfield, this 22ND  
day of MAY A.D. 19 98 and of  
the Independence of the United States the two  
hundred and 22ND .



*George H Ryan*

Secretary of State

Form **BCA-13.40**  
(Rev. Jan. 1995)

**APPLICATION FOR AMENDED  
CERTIFICATE OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS**

File # 5-4784902

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1837

**FILED**

MAY 22 1998

**GEORGE H. RYAN  
SECRETARY OF STATE**

**SUBMIT IN DUPLICATE**

This space for use by  
Secretary of State

Date 5/22/98

Filing Fee \$ 25.00

Approved 

Remit payment in check or money order, payable to "Secretary of State."

1. (a) CORPORATE NAME: Vencor, Inc.
- (b) If changed, NEW CORPORATE NAME: Ventas, Inc.
- (c) (Complete only if the new corporate name is not available in this state.)  
ASSUMED CORPORATE NAME: \_\_\_\_\_  
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

**EXPEDITED**

MAY 22 1998

2. (a) State or Country of Incorporation: Delaware
- (b) If changed, Period of Duration: \_\_\_\_\_

**SECRETARY OF STATE**

3. (a) If changed, Purpose or Purposes proposed to be pursued in transacting business in this State:  
(If not sufficient space to cover this point, use reverse side or add one or more sheets of this size.)

4. This application is accompanied by a copy of the articles of Amendment to the Articles of Incorporation, if any, as evidence of any change of name, duration or purpose reported herein, such copy being duly authenticated by the proper officer of the state or country wherein the corporation is incorporated, which certification is not more than ninety (90) days old. The filing fee for the certified copy of the Articles of Amendment is \$25 unless the amendment acts as a restatement of the Articles of Incorporation, in which case the filing fee is \$100. In the event the statutory change was effected in a merger, a certified copy of the merger is required, plus applicable fee.

5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated April 30, 19 98

Ventas, Inc.  
(Exact Name of Corporation)

attested by   
(Signature of Secretary or Assistant Secretary)

by   
(Signature of President or Vice President)

**W. Earl Reed, III**

(Type or Print Name and Title)

**Joseph L. Landenwich  
Secretary**

(Type or Print Name and Title)  
**Executive Vice President**

