

Doc 35,056.00  
#35,075.50

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OFFICIAL RECORDS  
BOOK 2544  
PAGE 2700

RECORDING REQUESTED BY AND  
WHEN RECORDED RETURN TO:

The Hillhaven Corporation  
1148 Broadway Plaza  
Tacoma, Washington 98402  
Attention: Richard P. Adcock, Esq.

TRANS NUM: 00247232  
DOC STAMPS PD: \$35056.00  
INTANG. TAX PD: \$.00  
KAREN E RUSHING SARASOTA CO.  
BY: *[Signature]*

MAIL TAX STATEMENTS TO:

The Hillhaven Corporation  
1148 Broadway Plaza  
Tacoma, Washington 98402  
Attention: Vice President, Taxation

Tax I.D. 2035050052

DEED

344 RETURN TO: 58602  
CHICAGO TITLE INSURANCE COMPANY  
1800 Second Street, Suite 105  
SARASOTA, FL 34236

NME PROPERTIES, INC. (formerly known as Hillhaven, Inc.), a Delaware corporation ("Grantor"), for good and valuable consideration, receipt of which is hereby acknowledged, by these presents does hereby grant, bargain, sell and convey unto FIRST HEALTHCARE CORPORATION, a Delaware corporation, whose address is 1148 Broadway Plaza, Tacoma, Washington 98402, all that certain property described in Exhibit A attached hereto, together with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining, to have and to hold the same in fee simple forever. Grantor hereby warrants the title only against its own acts and the acts of persons claiming by, through or under Grantor and not otherwise.

The foregoing conveyance of real property is subject to all encumbrances, liens, covenants, conditions and restrictions and other matters affecting title to such property, whether or not of record.

IN WITNESS WHEREOF, Grantor has caused these presents to be executed in its name, by its proper officers thereunto duly authorized, on the 23<sup>rd</sup> day of August, 1993.

NME PROPERTIES, INC.  
a Delaware corporation

By: *[Signature]*  
Timothy L. Pullen  
Its: Vice President

WITNESSES:

*[Signature]*  
Karen Rothberg  
*[Signature]*  
Robin C. Gilden

Attest:

By: *[Signature]*  
Richard B. Silver  
Its: Assistant Secretary

*[Signature]*  
Karen Rothberg  
*[Signature]*  
Robin C. Gilden

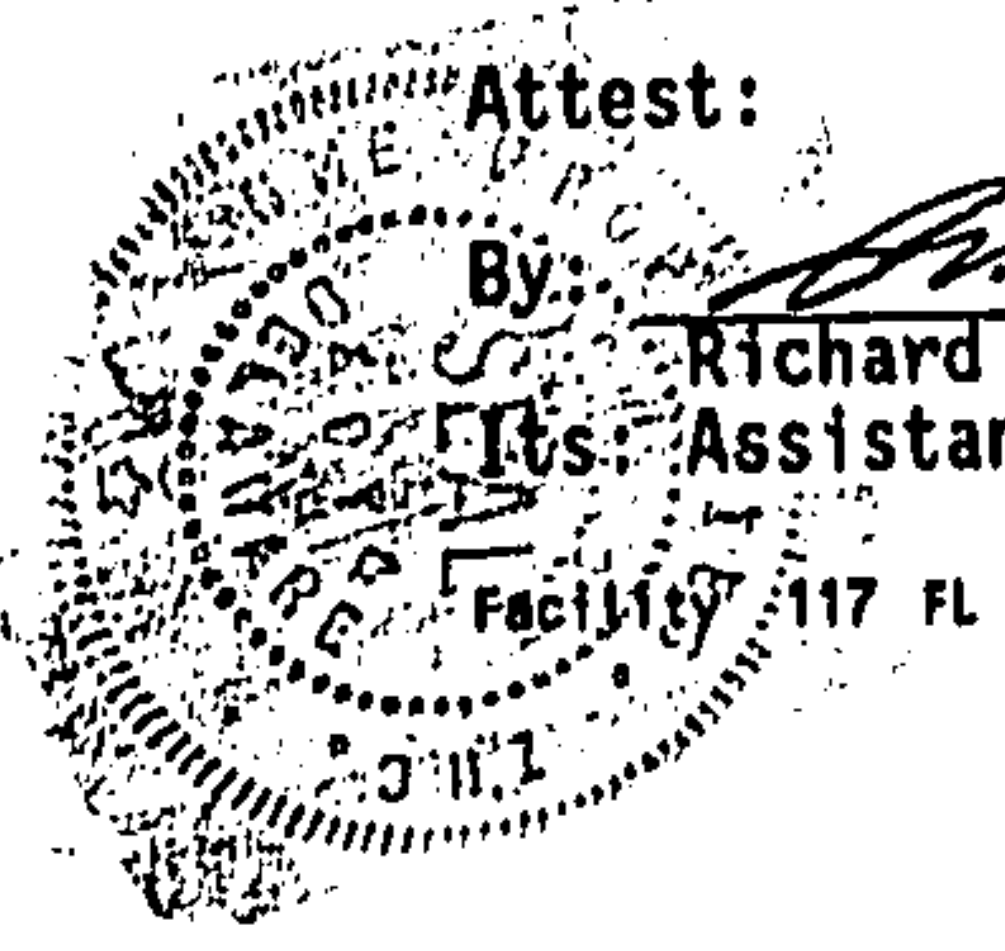


EXHIBIT A

The land referred to is described as follows:

Lots 8, 9, 10, 11, 12, 15, 16, 17, 18 and 19, Block D, LIDDELL ESTATES, as per plat thereof recorded in Plat Book 1, Page 46, of the Public Records of Sarasota County, Florida.

•• OFFICIAL RECORDS ••  
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RECORDER'S MEMO: Legibility of writing, typing or printing for reproductive purpose may be unsatisfactory in this document when received.

Facility 117 FL

STATE OF CALIFORNIA )  
COUNTY OF LOS ANGELES )

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On August 23, 1993, before me, Sharon Meyberg, Notary Public, personally appeared Timothy L. Pullen and Richard B. Silver, proved to me on the basis of satisfactory evidence to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument, and that they did not take an oath.

WITNESS my hand and official seal.

Signature Sharon Meyberg





CERTIFICATE OF ASSISTANT SECRETARY

NME PROPERTIES, INC.  
a Delaware corporation

I RICHARD B. SILVER, do hereby certify that I am the duly appointed, qualified and acting Assistant Secretary of NME Properties, Inc. Delaware corporation (the "Corporation"), and that the following resolutions approved by the Sole Director of the Corporation on August 23, 1993, and that said resolutions have not been rescinded or modified as of the date of this Certificate.

RECORDED IN OFFICIAL RECORDS  
RECORDED & VERIFIED  
SEP - 3 PM 5:09  
KAREN RUSHING  
CLERK OF CIRCUIT COURT  
SARASOTA COUNTY, FL

RESOLVED, that the sale by the Corporation of all of the assets of Facility 117: East Manor Medical Care Center, located at 1524 East Avenue South, Sarasota, Florida 33579, to First Healthcare Corporation, a Delaware corporation, for a sales price of \$5,346,000, which represents fair value and consideration for said assets, is hereby approved; and it is

FURTHER RESOLVED, that Timothy L. Pullen, the Corporation's Vice President and Assistant Treasurer, Scott M. Brown, the Corporation's Vice President and Secretary, Taylor R. Jenson, the Corporation's Executive Vice President and Chief Financial Officer, Maris Andersons, the Corporation's Senior Vice President and Treasurer, Ray Mathiasen, the Corporation's Senior Vice President, and Richard B. Silver, the Corporation's Assistant Secretary, be, and each of them, acting singly or together, hereby is, authorized and directed to negotiate and determine all terms and conditions of the transaction; and to execute, to acknowledge, as may be required, and to deliver any and all documents, including but not limited to purchase and sale agreements, deeds, assignments, amendments to leases, and any and all other documents deemed necessary or advisable by the officer executing such document in order to carry out the sale of said assets to First Healthcare Corporation; and it is

FURTHER RESOLVED, that the officers of this Corporation be, and each of them hereby is, authorized and directed to take any and all other actions necessary or advisable to effectuate the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, I have hereunto subscribed by name and affixed the seal of the Corporation on this 26<sup>th</sup> day of August, 1993.

  
Richard B. Silver, Assistant Secretary