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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
 Fax Number : (850)617-6381

From: Account Name : C T CORPORATION SYSTEM
 Account Number : FCA000000023
 Phone : (850)222-1092
 Fax Number : (850)878-5368

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

**FOREIGN PROFIT/NONPROFIT CORPORATION
BKD TWENTY-ONE MANAGEMENT COMPANY, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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11 JUL 15 PM 3:03
DIVISION OF CORPORATIONS

FILED
11 JUL 15 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MRS 7/18

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: BKD Twenty-One Management Company, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Susan Jeffrey

Name of Person

BKD Twenty-One Management Company, Inc.

Firm/Company

330 N. Wabash, Suite 1400

Address

Chicago, Illinois 60611

City/State and Zip code

sjeffrey@brookdaleliving.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Susan Jeffrey

at (312)

977-3700

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

\$70.00 Filing Fee

\$78.75 Filing Fee &
Certificate of Status

\$78.75 Filing Fee &
Certified Copy

\$87.50 Filing Fee,
Certificate of Status &
Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. BKD Twenty-One Management Company, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "In.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 45-2450548

(FEI number, if applicable)

4. May 31, 2011

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 111 Westwood Place, Suite 400, Brentwood, TN 37027

(Principal office address)

111 Westwood Place, Suite 400, Brentwood, TN 3702

(Current mailing address)

8. own/operate/manage senior living facilities

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

Florida 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C. T. Corporation System

By:

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

11 JUL 15 AM 11: 32

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Director
Chairman: W.E. Sheriff

Address: 111 Westwood Place, Suite 400
Brentwood, TN 37027

Vice Chairman:

Address:

Director: Mark W. Ohlendorf

Address: 6737 West Washington, Suite 2300
Milwaukee, WI 53214

Director: John P. Rijos

Address: 330 North Wabash, Suite 1400
Chicago, IL 60611

B. OFFICERS

Co-President: Mark W. Ohlendorf

Address: 6737 West Washington, Suite 2300
Milwaukee, WI 53214

Co-Vice President: John P. Rijos

Address: 330 North Wabash, Suite 1400
Chicago, IL 60611

Secretary: T. Andrew Smith

Address: 111 Westwood Place, Suite 400, Brentwood, TN 37027

Treasurer: Kristin A. Ferge

Address: 6737 West Washington, Suite 2300, Milwaukee, WI 53214

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. John P. Rijos, Co-President

(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BKD TWENTY-ONE MANAGEMENT COMPANY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF JULY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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11 JUL 15 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

4989759 8300

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8904829

DATE: 07-15-11