



MO2000002225

823 FOR LLC

ACCOUNT NO. : 072100000032

REFERENCE : 716054 5020855

AUTHORIZATION : Patricia Pizit

COST LIMIT : \$ 125.00

ORDER DATE : August 22, 2002

ORDER TIME : 8:58 AM

ORDER NO. : 716054-015

CUSTOMER NO: 5020855

CUSTOMER: Ms. Amy Benson
The Nathanson Group Pllc
1520 Fourth Avenue
Sixth Floor
Seattle, WA 98101

300007307443-4

MJH

FOREIGN FILINGS

NAME: EMERITUS PROPERTIES-NGH, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

SECRETARY OF STATE
TALLAHASSEE FLORIDA

02 AUG 23 PM 2:10

FILED

RECEIVED
02 AUG 23 AM 10:43

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Emeritus Properties-NGH, LLC (Name of foreign limited liability company)

2. Washington (Jurisdiction under the law of which foreign limited liability company is organized) 3. N/A (FEI number, if applicable)

4. 08/16/02 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. Business not yet transacted. (Anticipated start date 09/13/02) (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 3131 Elliott Ave., Ste. 500 Seattle, WA 98121 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here []

9. The name and usual business addresses of the managing members or managers are as follows: Emeritus Corporation 3131 Elliott Ave., Ste. 500 Seattle, WA 98121

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: To own and/or operate assisted living facilities.

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

RAYMOND R. BRANDSTROM VP OF FINANCE Vice President of Finance

FILED 02 AUG 23 PM 2:10 SECRETARY OF STATE TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Emeritus Properties-NGH, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

STATE of WASHINGTON



SECRETARY of STATE

I, *SAM REED*, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

EMERITUS PROPERTIES-NGH, LLC

I FURTHER CERTIFY that the records on file in this office show that the above named limited liability company was formed under the laws of the State of Washington and was issued a Certificate of Formation in Washington on August 16, 2002.

I FURTHER CERTIFY that as of the date of this certificate, no cancellation have been filed, and that the limited liability company is duly authorized to transact business in the limited liability company form in the State of Washington.



Date: August 20, 2002

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

A handwritten signature in cursive script that reads "Sam Reed".

ESam Reed, Secretary of State