

M99000002053

STARK DONINGER & SMITH

ATTORNEYS AT LAW

SUITE 700

50 SOUTH MERIDIAN STREET

INDIANAPOLIS, INDIANA 46204-3542

317-638-2400

TELECOPIER  
317-633-6618  
OR  
317-633-6619  
6TH FLOOR  
317-633-6620

\* CERTIFIED MEDIATORS

JOHN C. STARK  
BRUCE E. SMITH\*  
JOHN W. VAN BUSKIRK\*  
RICHARD W. DYAR  
PATRICIA SEASOR BAILEY  
BRIAN J. TUOHY  
MARK A. BAILEY  
LEWIS E. WILLIS, JR.  
THOMAS A. BRODNIK  
RICHARD B. KAUFMAN  
PAUL T. BELCH  
JOHN J. MOORE  
DENNIS R. TYLER

COUNSEL

WILLIAM K. BYRUM\*  
CLARENCE H. DONINGER  
GREGORY S. FEHRIBACH\*  
JOHN F. HOEHNER  
ROBERT D. MAAS\*  
GILBERT E. SNIDER

December 14, 1999

Florida Secretary of State  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

700003074167--5  
-12/17/99-01072-006  
\*\*\*155.00 \*\*\*155.00

Re: Big Hole River LLC

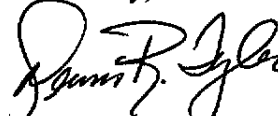
MJH

Dear Sir or Madam:

Enclosed for filing please find an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, a Certificate of Existence for the above-referenced company and a Certificate of Designation of Registered Agent/Registered Office. Also enclosed is our firm check in the amount of \$155.00 representing payment of the filing fee for application (\$100.00), designation of registered agent (\$25.00), certified copy fee (\$30.00) and certificate of status (\$5.00). Upon filing, please return a file marked copy to me in the enclosed self-addressed stamped envelope.

Thank you for your assistance in this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,

  
Dennis R. Tyler

DRT:hs  
Enclosures

X:T25\Letters\Secretary of State - Florida

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 17 PM 12:22

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. Big Hole River LLC (Name of foreign limited liability company)

2. Indiana (Jurisdiction under the law of which foreign limited liability company is organized) 3. 83-0328003 (FEI number, if applicable)

4. October 26, 1999 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. December 15, 1999 or later (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 3395 North Pines Way, Suite 102 Wilson, Wyoming 83014 (Street address of principal office)

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

9. The usual business addresses of the managing members or managers are as follows:

- James E. Eden, 3395 North Pines Way, Suite 102, Wilson, Wyoming 83014
Allison W. Eden, 3395 North Pines Way, Suite 102, Wilson, Wyoming 83014
Larry W. Bonds, P.O. Box 339, Hawthorne, Florida 32640

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 99 DEC 17 PM 12:22

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: Lessee of Assisted Living Facility

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.)

Typed or printed name of signee James E. Eden

**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:

Big Hole River LLC

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

CT Corporation System

(Name)

1200 South Pine Island Road

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

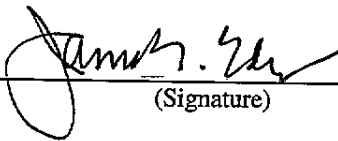
Plantation

FL

33324

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 INDIANA  
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the limited liability company records and the proper official to execute this certificate.

I further certify that records of this office disclose that

BIG HOLE RIVER LLC

filed Articles of Organization effective October 26, 1999, and is a limited liability company duly organized and existing under the laws of the State of Indiana.

I further certify this limited liability company has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and that Articles of Dissolution have not been filed.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Eighth day of December, 1999.



*Sue Anne Gilroy*  
SUE ANNE GILROY, Secretary of State Deputy