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Division of Corporations

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FLORIDA LIMITED PARTNERSHIP

Royal Palms Senior Apartments Limited Partnership

Certificate of Status	1
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ROYAL PALMS SENIOR APARTMENTS LIMITED PARTNERSHIP**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partner of ROYAL PALMS SENIOR APARTMENTS LIMITED PARTNERSHIP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be ROYAL PALMS SENIOR APARTMENTS LIMITED PARTNERSHIP.

2. The address of the initial office where records shall be kept shall be 3131 Clark Road, Suite 203, Sarasota, Florida 34231. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The names and initial business addresses of the General Partner(s) are:

Beneficial Royal Palms Senior Apartments LLC  
a Florida limited liability company  
3131 Clark Road, Suite 203  
Sarasota, Florida 34231

LOS - 7012

4. The initial mailing address of the limited partnership is 3131 Clark Road, Suite 203, Sarasota, Florida 34231.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2065.

This Certificate has been executed by the undersigned as of the 21<sup>st</sup> day of January, 2005.

**GENERAL PARTNER:**

**BENEFICIAL ROYAL PALMS SENIOR  
APARTMENTS LLC, a Florida limited liability company**

By: RLI Beneficial Holdings 2005 LLC, a  
Florida limited liability company, its Member

By:   
Donald W. Paxton, Manager

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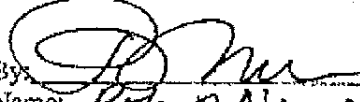
Florida Department of State

Fax Audit No.: 11050000179373

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as the Registered Agent for ROYAL PALMS SENIOR APARTMENTS LIMITED PARTNERSHIP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in §620.192, Florida Statutes.

**B&C CORPORATE SERVICES OF CENTRAL  
FLORIDA, INC.,** a Florida corporation

By:   
Name: Raymond N. Nee  
Its: Vice President

Dated this 21 day of January, 2005.

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### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the general partner of ROYAL PALMS SENIOR APARTMENTS LIMITED PARTNERSHIP, and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of ROYAL PALMS SENIOR APARTMENTS LIMITED PARTNERSHIP with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

#### GENERAL PARTNER:

**BENEFICIAL ROYAL PALMS SENIOR APARTMENTS LLC**, a Florida limited liability company

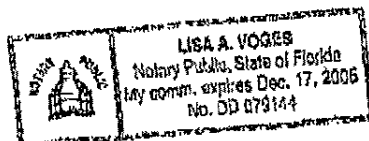
By: RLI Beneficial Holdings 2005 LLC, a  
Florida limited liability company, its Member

By: [Signature]  
Donald W. Paxton, Manager

Dated this 21 day of January, 2005.

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 21 day of January, 2005, by Donald W. Paxton, as a Manager of RLI Beneficial Holdings 2005 LLC, a Florida limited liability company, the sole Member of Beneficial Royal Palms Senior Apartments LLC, a Florida limited liability company, as general partner of Royal Palms Senior Apartments Limited Partnership, a Florida limited partnership. He is personally known to me or has produced \_\_\_\_\_ as identification and who did/did not take an oath.



[Signature]  
(Signature of Notary Public)

Lisa A. Voges  
(Typed or printed name of Notary Public)

Notary Public, State of Florida

Commission No. \_\_\_\_\_

My commission expires: 12-17-06

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