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Division of Corporations

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Florida Department of State
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FLORIDA/FOREIGN LP/LLP
Ocean Breeze Senior Apartments, Ltd.

Certificate of Status	1
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EXAMINER

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

OCEAN BREEZE SENIOR APARTMENTS, LTD.

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of OCEAN BREEZE SENIOR APARTMENTS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be OCEAN BREEZE SENIOR APARTMENTS, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 5309 Transportation Boulevard, Cleveland, Ohio 44125.

3. The name of the initial registered agent for service of process is B&B Corporate Services of Central Florida, Inc., and the street address of the initial registered office is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

4. The name and initial business address of the General Partner is:

NRP OCEAN BREEZE SENIOR APARTMENTS GP LLC,
a Florida limited liability company
5309 Transportation Boulevard
Cleveland, Ohio 44125

L11000087432

4. The initial mailing address of the limited partnership is 5309 Transportation Boulevard, Cleveland, Ohio 44125.

5. The period of duration for the Partnership shall be perpetual, unless dissolved in accordance with the terms of the governing partnership agreement of the Partnership.

6. The Partnership hereby elects not to be a limited liability limited partnership.

This Certificate has been executed by the undersigned as of the 28th day of July, 2011.

GENERAL PARTNER:

**NRP OCEAN BREEZE SENIOR
APARTMENTS GP LLC,** a Florida limited
liability company

By: _____

Name: _____

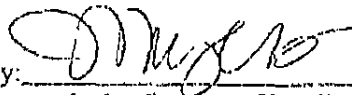
Title: Manager

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ACKNOWLEDGEMENT OF REGISTERED AGENT

The undersigned, B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC., having been designated as the Registered Agent for OCEAN BREEZE SENIOR APARTMENTS, LTD., hereby accepts the designation and agrees to act as the Registered Agent of the Partnership and states that he is familiar with and accepts his statutory obligations as such.

B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.

By: 
Janice C. Myers, Vice President

Dated this 28th day of July, 2011.

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