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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

AMY J. PATTERSON
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 650-1065

FOREIGN LIMITED PARTNERSHIP

CNL Retirement PC1 Buckhead GA, LP, a Delaware Limited Partnership

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$148.75

9/20

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Florida Department of State, Sandra B. Mortham, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. CNL Retirement PC1 Buckhead GA, LP

(Name of limited partnership as it is in the home state)

2. CNL Retirement PC1 Buckhead GA, LP, a Delaware Limited Partnership

(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware

(State of Formation)

4. September 18, 2002

(Date of Formation)

5. Linda A. Scarcelli

(Name of Registered Agent for Service of Process)

6. 450 S. Orange Avenue

(Street Address of Registered Office)

Orlando

(City)

Florida 32801

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

Linda A. Scarcelli

(Agent must sign on this line)

8. 450 S. Orange AvenueOrlando, FL 32801-3336

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

CNL Retirement PC1 GP, LLC450 S. Orange Avenue Orlando, FL 3280110200000247210. 450 S. Orange Avenue Orlando, FL 32801-3336

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

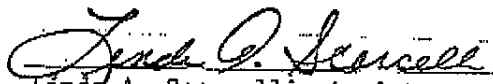
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12. P.O. Box 4920

Orlando, FL 32802-4920

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 19 day of September, 2002

Linda A. Scarcelli, Assistant Secretary of GP

STATE OF FLORIDACOUNTY OF ORANGEOn this 19 day of September, 2002

Linda A. Scarcelli personally appeared before me,

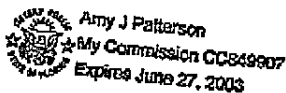
☒ who is personally known to me☐ whose identity I proved on the basis of _____
(Notary Public Signature)

Amy J. Patterson

(Notary's Printed Name)

Seal

My Commission Expires: _____



FALLMASSE, FLORIDA

02 SEP 19 AM 8:44

FALLMASSE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Linda A. Scarcelli, Assistant Secretary of the
a general partner of CNL Retirement PCI Buckhead GA, LP, a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ \$4950.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ \$4,950.00.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 19 day of September, 2002.

Linda A. Scarcelli
Linda A. Scarcelli, Assistant Secretary of GP

STATE OF FLORIDA

COUNTY OF ORANGE

On this 19 day of September, 2002

Linda A. Scarcelli, Assistant Secretary of the General Partner, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Amy J. Patterson
(Notary Public Signature)

Amy J. Patterson

(Notary's Printed Name)



Amy J. Patterson
My Commission CC849907
Expires June 27, 2003

My Commission Expires:

09/19/02 13:58 FAX 407 650 1065
FROM CORPORATION TRUST WILM TEAM #4

CNL TAX ACCOUNTING

005/005

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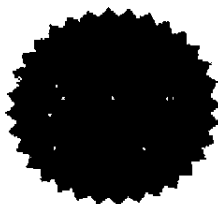
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RETIREMENT PC1 BUCKHEAD GA, LP" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF SEPTEMBER, A.D. 2002.

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DELAWARE
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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1989071

DATE: 09-18-02

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