

2005 LIMITED PARTNERSHIP ANNUAL REPORT

DOCUMENT# B02000000392

FILED
Mar 11, 2005
Secretary of State

Entity Name: CNL RETIREMENT MA3 PENNSYLVANIA, LP

Current Principal Place of Business:

450 S. ORANGE AVENUE
ORLANDO, FL 32801

New Principal Place of Business:

450 S. ORANGE AVENUE
SUITE 200
ORLANDO, FL 32801

Current Mailing Address:

PO BOX 4920
ORLANDO, FL 328024920

New Mailing Address:

450 S. ORANGE AVENUE
SUITE 200, ATTN: AMY PATTERSON
ORLANDO, FL 32801

FEI Number: 02-0652566

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

SCARCELLI, LINDA A
450 S. ORANGE AVENUE
ORLANDO, FL 32801 US

Name and Address of New Registered Agent:

PATTERSON, AMY J
450 S. ORANGE AVENUE
SUITE 200
ORLANDO, FL 32801 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: AMY J. PATTERSON

03/11/2005

Electronic Signature of Registered Agent

Date

Capital Contributions as Shown on record: 4,950.00

Amount of Capital Contributions in Florida to date: 4,950.00

GENERAL PARTNER INFORMATION:

ADDRESS CHANGES ONLY:

Document #: M02000003114

Name: CNL RETIREMENT MA3 GP HOLDING, LLC

Address: 450 S. ORANGE AVENUE

City-St-Zip: ORLANDO, FL 32801

Address:

City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE: THOMAS J. HUTCHISON, III

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03/11/2005

Electronic Signature of Signing General Partner

Date