

Division of Corporations

1 of 1

**B03 000000 323**

## 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 Sun1 Madison NJ, LP

Certificate of Status	1
Certified Copy	1
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DIVISION OF CORPORATIONS

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H03000282385 1

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

1. CNL Retirement Sun1 Madison NJ, LP  
(Name of limited partnership as it is in the home state)

2. \_\_\_\_\_  
(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.")

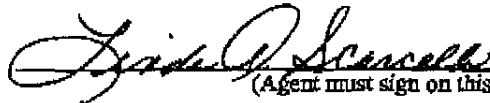
3. Delaware 4. September 5, 2003  
(State of Formation) (Date of Formation)

5. Linda A. Scarcelli  
(Name of Registered Agent for Service of Process)

6. 450 S. Orange Avenue  
(Street Address of Registered Office)

Orlando, Florida 32801-3336  
(City) (Zip Code)

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

  
(Agent must sign on this line)

8. 450 S. Orange Avenue  
Orlando, 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
<u>CNL Retirement Sun1 Madison NJ GP, LLC</u>	<u>450 S. Orange Ave.</u>
<u>M-03-3136</u>	<u>Orlando, FL 32801-3336</u>

10. 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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

H03000282385 1

H03000282385 1

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.

Signed this 11th day of September 2003

By: CNL Retirement Seal Madison NJ GP, LLC, as General Partner

By: Linda A. Scarcelli, Assistant Secretary of General PartnerSTATE OF FLORIDACOUNTY OF ORANGEOn this 11th day of September 2003

Linda A. Scarcelli

personally appeared before me

☒ who is personally known to me☐ whose identity I proved on the basis of \_\_\_\_\_CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

03 SEP 23 11:12:03

FILED

  
(Notary Public Signature)

Amy J. Patterson

(Notary's Printed Name)

Seal

My Commission Expires: \_\_\_\_\_



Amy J. Patterson  
My Commission D00208735  
Expires June 27, 2007

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# AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Linda A. Scarcelli, Assistant Secretary of the  
a general partner of CNL Retirement Sun1 Madison NJ, 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 \$ 323,781,626.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 4950.00.

*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.*

Signed this 11th day of September, 2003

By: CNL Retirement Sun1 Madison NJ GP, LLC, as General Partner

*Linda A. Scarcelli*  
By: Linda A. Scarcelli, Assistant Secretary of General Partner

STATE OF FLORIDA

COUNTY OF ORANGE

On this \_\_\_\_\_ day of September, 2003

Linda A. Scarcelli, 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)

Seal

My Commission Expires: \_\_\_\_\_



Amy J. Patterson  
My Commission DD0203726  
Expires June 27, 2007

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# Delaware

PAGE 1

*The First State*

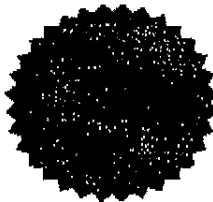
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RETIREMENT SUN1 MADISON NJ, LP" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF SEPTEMBER, A.D. 2003.

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SECRETARY OF STATE  
DELAWARE, FLORIDA

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*Harriet Smith Windsor*Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 2622216

DATE: 09-09-03

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