

**B03000000365**  
(5)

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

10/29 FOR LP

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000306563 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

SOLAR & ASSOCIATES  
TALLAHASSEE FLORIDA

03 OCT 29 PM 5:27

MJH

FILED

**FOREIGN LIMITED PARTNERSHIP**

**CNL Retirement Eden2 North Carolina, LP**

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


Electronic Filing Menu

Corporate Filing

Public Access Help

H03000306563 3

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

1. CNL Retirement Eden2 North Carolina, 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. October 7, 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 Eden2 North Carolina GP, LLC</u> |                |
| <u>450 S. Orange Ave., Orlando, FL 32801-3336</u>  |                |
| <u>M03-3462</u>                                    |                |
10. 450 S. Orange Ave., 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

H03000306563 3

03 OCT 29 PM 5:27

FILED

SECRET  
TALLAHASSEE, FLORIDA

10/29/03 13:38 FAX 407 650 1065

CNL TAX ACCOUNTING

003/005

H03000306563 3

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 10th day of October, 2003

*Stuart J. Beebe*

By: Stuart J. Beebe, Esq. of General Partner

STATE OF FLORIDA

COUNTY OF ORANGE

On this 10th day of October, 2003

Stuart J. Beebe

, 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 D00203736  
Expires June 27, 2007

H03000306563 3

10/29/03 13:38 FAX 407 850 1085

CNL TAX ACCOUNTING

004/005

H03000306563 3

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP**

BEFORE ME the undersigned personally appeared Stuart J. Beebe, EVP of CNL Retirement Eden2  
a general partner of CNL Retirement Eden2 North Carolina, L, 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 \$4,500,000.00
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.*

Signed this 10th day of October, 2003

By: CNL Retirement Eden2 North Carolina GP, LLC as Gen. Partner

*Stuart J. Beebe*

BY: Stuart J. Beebe, EVP of General Partner

STATE OF FLORIDA

COUNTY OF ORANGE

On this 10th day of October, 2003

Stuart J. Beebe, 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 D00203725  
Expires June 27, 2007

H03000306563 3

10/29/03 13:38 FAX 407 850 1885

CNL TAX ACCOUNTING

2003/003

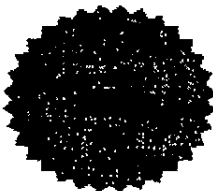
H03000306563 3

# Delaware

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RETIREMENT EDEN2 NORTH CAROLINA, 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 THIRTEENTH DAY OF OCTOBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



3712909 8300

030656181

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2685672

DATE: 10-13-03

H03000306563 3