

03/08/05 12:00 PM

CNL

0001

Division of Corporations

Page 1 of 1

B05000000120

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

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.

((H05000057499 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 RETIREMENT PROPERTIES, INC.
Account Number : I20050000015
Phone : (407)650-1068
Fax Number : (407)835-3232

FOREIGN LIMITED PARTNERSHIP

CNL Retirement Encl Florida, LP

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$1,846.25

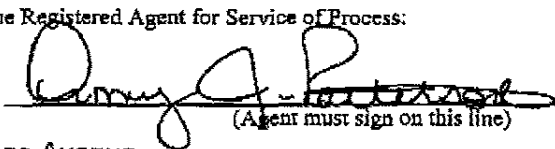
Electronic Filing Menu

Corporate Filing

Public Access Help

J. BRYAN MAR - 9 2005

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

1. CNL Retirement Enc1 Florida, 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. January 24, 2005
(State of Formation) (Date of Formation)
5. Amy J. Patterson
(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
- CNL Retirement Enc1 Florida GP, LLC #M05000000707
- 450 S. Orange Ave., Suite 200
- Orlando, FL 32801-3336
10. 450 S. Orange Ave., Suite 200, 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

H05000057499 3

FILED
2005 MAR - 8 AM 9:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

H05000057499 3

12. 450 S. Orange Ave., Suite 200 Attn: Amy PattersonOrlando, FL 32801-3336

(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 8th day of March, 2005.STATE OF FLORIDACOUNTY OF ORANGEOn this 8th day of March, 2005.Clark Hettinge, 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: _____



Amy J. Patterson
My Commission 000203735
Expires June 27, 2007

FILED
2005 MAR - 8 AM 9:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

H05000057499 3

H05000057499 3

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Clark Hettinga, SUP of the
 general partner of CNL Retirement Enc1 Florida, 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 \$ 37,100,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 37,100,000.00

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 8th day of March, 2005.

Clark Hettinga
 By: Clark Hettinga, SUP of General Partner

STATE OF FLORIDA

COUNTY OF ORANGE

On this 8th day of March, 2005,

Clark Hettinga, 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: _____

H05000057499 3

Delaware

PAGE 1

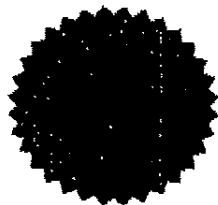
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RETIREMENT ENCI FLORIDA, 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 TWENTY-FOURTH DAY OF JANUARY, A.D. 2005.

FILED
2005 MAR -8 AM 9:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3916056 8300

050057110



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3637139

DATE: 01-24-05