

03/09/05

Division of Corporations

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

RECEIVED
05 MAR -9 PM 2:59
DIVISION OF CORPORATION

FILED
05 MAR -9 PM 2:37
STATE OF FLORIDA

FOREIGN LIMITED PARTNERSHIP

CNL Retirement HB2 Vernon Hills IL, LP

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$140.00

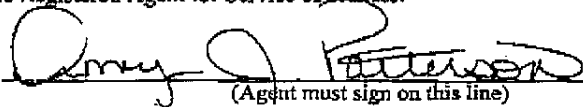
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**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. CNL Retirement HB2 Vernon Hills IL, 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. February 4, 2005
(State of Formation) (Date of Formation)
5. Amy J. Patterson
(Name of Registered Agent for Service of Process)
6. 450 S. Orange Avenue, Suite 200
(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, Suite 200
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 HB2 Vernon Hills IL GP, LLC</u> | |
| <u>450 S. Orange Ave., Suite 200</u> | <u>M05-1256</u> |
| <u>Orlando, FL 32801-3336</u> | |
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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

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12. 450 S. Orange Ave., Suite 200 Attn: Amy Patterson

Orlando, FL 32801-3336

(Mailing Address of Limited Partnership)

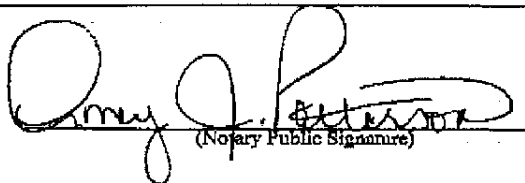
Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 7th day of March, 2005

BY: CNL Retirement HB2 Vernon Hills IL GP, LLC, as GP

By: Clark Hettinga, SVP of General PartnerSTATE OF FLORIDACOUNTY OF ORANGEOn this 7th day of March, 2005

Clark Hettinga, 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 DD0203736
Expires June 27, 2007

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Clark Hettinga, SVP of the
general partner of CNL Retirement HB2 Vernon Hills IL, 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 \$ 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 7th day of March, 2005.

By: CNL Retirement HB2 Vernon Hills IL GP, LLC, as GP

Clark Hettinga
By: Clark Hettinga, SVP of General Partner

STATE OF FLORIDA

COUNTY OF ORANGE

On this 7th 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: _____



Amy J. Patterson
My Commission DD0203738
Expires June 27, 2007

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Delaware

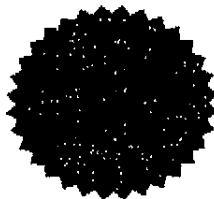
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RETIREMENT HB2 VERNON HILLS II, 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 FOURTH DAY OF FEBRUARY, A.D. 2005.

3921963 8300

050094568



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3665002

DATE: 02-04-05

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