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CNL

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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

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DIVISION OF CORPORATIONS

FOREIGN LIMITED PARTNERSHIP

CNL Retirement DAS Petersburg VA, LP

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

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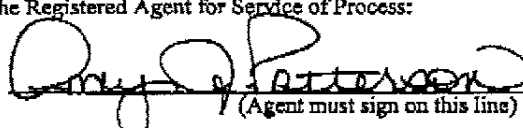
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**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. CNL Retirement DAS Petersburg VA, 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. April 25, 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
CNL Retirement DAS Petersburg VA GP, LLC MOS-2269
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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

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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 28th day of April, 2005.

By: CNL Retirement, WAS Petersburg VA GP, LLC, as GP

By: Clark Hettinga, Sr. Vice President of GPSTATE OF FLORIDACOUNTY OF ORANGEOn this 28th day of April, 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 DD0203735
Expires June 27, 2007

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TALLAHASSEE, FLORIDA

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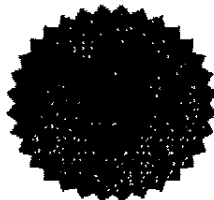
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RETIREMENT DAS PETERSBURG VA, 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-SIXTH DAY OF APRIL, A.D. 2005.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3960625 8300

AUTHENTICATION: 3837608

050335451

DATE: 04-26-05

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Clark Hettinga, Sr. Vice President of a general partner of CNL Retirement DAS Petersburg VA, 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 28th day of April, 2005.

BY: CNL Retirement DAS Petersburg VA GP, LLC, as GP

Clark Hettinga
By: Clark Hettinga, Sr. Vice President of GP

STATE OF FLORIDA

COUNTY OF ORANGE

On this 28th day of April, 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 D00203735
Expires June 27, 2007

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