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660 East Jefferson Street

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City State Zip Phone

CORPORATION(S) NAME

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***1785.00 ***1785.00

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Westport Senior Living Investment Fund, L.P.

- ☐ Profit
☐ NonProfit
☐ Foreign
☒ Limited Partnership
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Florida Department of State, Sandra B. Mortham, Secretary of State
**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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1. Westport Senior Living Investment Fund, L.P.
(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 27, 1998
(State of Formation) (Date of Formation)
5. C T CORPORATION SYSTEM
(Name of Registered Agent for Service of Process)
6. 1200 South Pine Island Road
(Street Address of Registered Office)
Plantation, Florida 33324
(City) (Zip Code)

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

Salvina Amenta-Gray
C T CORPORATION SYSTEM
(Officer must sign on this line)

**SALVINA AMENTA-GRAY
SPECIAL ASSISTANT SECRETARY**

- The Corporation Trust Company
8. Corporation Trust Center, 1209 Orange Street
Wilmington, County of New Castle, Delaware
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAME OF GENERAL PARTNERS

STREET ADDRESS

Westport Realty Advisors, Ltd. 3801 PGA Blvd., Suite 805, Palm Beach Garden, FL 33410
AG800600339

10. 3801 PGA Blvd., Suite 805, Palm Beach Garden, Florida 33410
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

12. 3801 PGA Boulevard, Suite 805

Palm Beach Garden, Florida 33410

(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.

This 9th day of November, 19 98
WESTPORT REALTY ADVISORS, LTD.

BY:

Lawrence Landry Pres
LAWRENCE LANDRY

President and CEO of Double L Investment, Inc., as general partner of Westport Asset Management, Ltd., as general partner of Westport Realty Advisors, Ltd.

STATE OF FLORIDA

COUNTY OF Palm Beach

On this 9th day of November, 19 98,

Lawrence Landry personally appeared before me,

☒ who is personally known to me

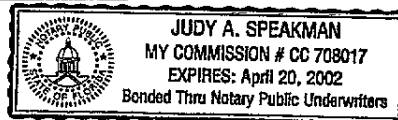
☐ whose identity I proved on the basis of _____

Judy Speakman
(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____



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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

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BEFORE ME, the undersigned, personally appeared Lawrence Landry
a general partner of Westport Realty Advisors, Ltd., a (an) _____
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 165,000,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 50,000,000.00

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.

This 9th day of November, 19 98
BY: Westport Realty Advisors, Ltd.
BY: Westport Asset Management, Ltd., its general partner
BY: Double L Investment, Inc., its general partner
BY: Lawrence Landry, as Pres.
Lawrence Landry General Partner
President and CEO

STATE OF Florida
COUNTY OF Palm Beach

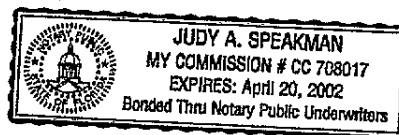
On this 9th day of November, 19 98,

Lawrence Landry personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Judy Speakman
(Notary Public Signature)
(Notary's Printed Name)



Seal

My Commission Expires: _____