

**CORPORATE
ACCESS,
INC.**

F02000000 4811

236 East 6th Avenue Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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TALLAHASSEE, FLORIDA

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Qualification

1.) *NHR/Delaware, Inc.*
(CORPORATE NAME & DOCUMENT #)

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2.)
(CORPORATE NAME & DOCUMENT #)

3.)
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DIVISION OF CORPORATION

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. NHR/Delaware, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 52-2069100
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. December 15, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 100 Vine Street, Murfreesboro, TN 37130
(Principal office address)
- P. O. Box 1398, Murfreesboro, TN 37133-1398
(Current mailing address)

8. General Partner of NHR/OP, L.P., which invests in real estate property
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

NRAI Services, Inc.

By: Charles A. Coyle
(Registered agent's signature)

Charles A. Coyle - assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: W. Andrew Adams

Address: 100 Vine Street, Suite 1400

Murfreesboro, TN 37130

Vice Chairman: Robert G. Adams

Address: 100 Vine Street, Suite 1400

Murfreesboro, TN 37130

Director: Richard F. LaRoche, Jr.

Address: 100 Vine Street, Suite 1400

Murfreesboro, TN 37130

Director: -

Address: -

B. OFFICERS

President: W. Andrew Adams

Address: (same as above)

Vice President: Robert G. Adams

Address: (same as above)

Secretary: Richard F. LaRoche, Jr.

Address: (same as above)

Treasurer: W. Andrew Adams

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Richard F. LaRoche, Jr.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard F. LaRoche, Jr., Secretary
(Typed or printed name and capacity of person signing application)

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Delaware

PAGE 1

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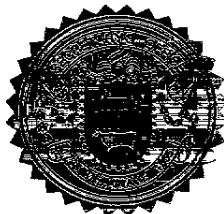
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NHR/DELAWARE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF SEPTEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NHR/DELAWARE, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF DECEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 1966770

DATE: 09-04-02