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**Florida Department of State  
Division of Corporations  
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**To:**

Division of Corporations  
Fax Number : (850) 205-0381

**From:**

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1575

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**EMERITUS DEVELOPMENT 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. Emeritus Development Corporation**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

**2. Delaware**

(State or country under the law of which it is incorporated)

**3.**

(FBI number, if applicable)

**4. 6/6/07**

(Date of incorporation)

**5.**

**Perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

**6.**

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

**7. 3131 Elliott Avenue, Suite 500, Seattle, WA 98121**

(Principal office address)

**3131 Elliott Avenue, Suite 500, Seattle, WA 98121**

(Current mailing address)

**8. Building construction.**

(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 NOT acceptable)**

Name: **Corporation Service Company**

Office Address: **1201 Hays Street**

**Tallahassee**

(City)

, Florida **32301**

(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.*

Corporation Service Company

By: Cynthia L. Harris  
(Registered agent's signature)

**Cynthia L. Harris**  
**Asst. Vice President**

**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: Please see attached.

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

## B. OFFICERS

President: Please see attached.

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Martin D. Roffe

(Signature of Director or Officer listed in number 12 of the application)

14. Martin D. Roffe, Senior Vice President of Financial Planning

(Typed or printed name and capacity of person signing application)

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## EMERITUS DEVELOPMENT CORPORATION

### Corporate Officers & Directors

#### Officers

Daniel R. Bary  
*Chairman and Chief Executive Officer*  
3131 Elliott Avenue, Suite 500  
Seattle, WA 98121

Raymond R. Brandstrom  
*Executive Vice President Finance; Chief Financial Officer; and Secretary*  
3131 Elliott Avenue, Suite 500  
Seattle, WA 98121

P. Kacy Kang  
*Senior Vice President, Operations*  
3131 Elliott Avenue, Suite 500  
Seattle, WA 98121

Martin D. Roffe  
*Senior Vice Presidents, Financial Planning*  
3131 Elliott Avenue, Suite 500  
Seattle, WA 98121

John Cincotta  
*Senior Vice Presidents-Marketing*  
3131 Elliott Avenue, Suite 500  
Seattle, WA 98121

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**Directors**

Raymond R. Brandstrom, *Director*  
3131 Elliott Avenue, Suite 500  
Seattle, WA 98121

P. Kacy Kang, *Director*  
3131 Elliott Avenue, Suite 500  
Seattle, WA 98121

Martin D. Roffe, *Director*  
3131 Elliott Avenue, Suite 500  
Seattle, WA 98121

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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 "EMERITUS DEVELOPMENT CORPORATION" 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 SEVENTH DAY OF JUNE, A.D. 2007.

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TALLAHASSEE, FLORIDA

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5736552

DATE: 06-07-07