

L1800029237S

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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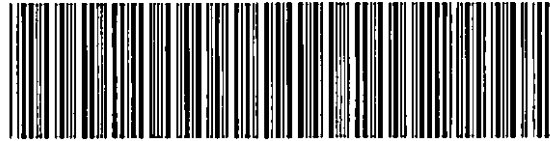
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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T SCHROEDER

CT Corp.

3458 Lakeshore Drive, Tallahassee, FL 32312
850-656-4724

Date: 12/27/2018

Acc#I20160000072



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|-------------|-----------------------------|
| Name: | Woodbine Senior Living, LLC |
| Document #: | |
| Order #: | 11350023 |

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|-----------------------------------|--------------------------|--|-------------------------|--|
| Certified Copy of Arts & Amend: | <input type="checkbox"/> | | | |
| Plain Copy: | <input type="checkbox"/> | | | |
| Certificate of Good Standing: | <input type="checkbox"/> | | | |
| | <input type="checkbox"/> | | | |
| Apostille/Notarial Certification: | <input type="checkbox"/> | | Country of Destination: | |
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| Ref# _____ |

Amount: \$ 150

Thank you!

ARTICLES OF CONVERSION
converting
WOODBINE SENIOR LIVING, LLC
a Maryland limited liability company
to
WOODBINE SENIOR LIVING, LLC
a Florida limited liability company

THIS IS TO CERTIFY THAT:

FIRST: Woodbine Senior Living, LLC, a Maryland limited liability company (the "**Converting Entity**"), was organized under the laws of the State of Maryland on August 4, 2010, by filing Articles of Organization with the Department of Assessments and Taxation of the State of Maryland. By virtue of these Articles of Conversion, the Converting Entity is converting (the "**Conversion**") to Woodbine Senior Living, LLC, a Florida limited liability company (the "**Converted Entity**"), on the terms and conditions set forth herein.

SECOND: Upon completion of the Conversion in accordance with the Maryland Limited Liability Company Act ("**MLLCA**") and the Florida Revised Limited Liability Company Act ("**FLLCA**"), the Converted Entity shall, for all purposes of the laws of the State of Maryland, continue as the same entity as the Converting Entity, and the Conversion will have the effects set forth herein and in MLLCA and FLLCA.

THIRD: The Conversion has been approved by the Converting Entity in the manner and by the vote required by the MLLCA and by each member of the Converting Entity who, as a result of the Conversion, will have interest holder liability under § 605.1043(1)(b) of the FLLCA.

FOURTH: The manner and basis of converting membership interests in the Converting Entity into membership interests in the Converted Entity are as follows: upon completion of the Conversion, all membership interests in the Converting Entity will be immediately converted into membership interests in the Converted Entity, with the percentage interests of the members of the Converted Entity upon Conversion being the same percentage interests held by those members in the Converting Entity immediately prior to Conversion.

FIFTH: These Articles of Conversion shall become effective as of December 31, 2018.

SIXTH: The location of the principal office of the Converted Entity in the State of Florida is 900 Osprey Street, Venice, Florida 34285.

SEVENTH: The name and address of the resident agent of the Converted Entity in the State of Maryland is Kendall A. Camuti, 30 West Patrick Street, Suite 600, Frederick, Maryland, 21701.

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EIGHTH: A copy of the Articles of Organization for the Converted Entity, which are to be filed with the Florida Department of State as part of the Conversion, are attached hereto.

NINTH: The Converted Entity has agreed to pay to all of its members with appraisal rights, if any, the amount to which such members are entitled under §§ 605.1006 and 605.1061-605.1072, F.S.

TENTH: The undersigned acknowledges these Articles of Conversion to be the act and deed of the Converting Entity and, as to all matters or facts required to be verified under oath, the undersigned acknowledges that, to the best of his knowledge, information and belief, these matters and facts relating to the Converting Entity are true in all material respects and that this statement is made under the penalties of perjury.

IN WITNESS WHEREOF, these Articles of Conversion have been duly executed on behalf of the Converting Entity as of the 18th day of December, 2018.

WOODBINE SENIOR LIVING, LLC,
a Maryland limited liability company

By: [Signature]
Name: Gloria Block General Manager

MARYLAND RESIDENT AGENT CONSENT

I hereby consent to be named as resident agent in Maryland for the entity named in the attached instrument.

[Signature]
Kendall A. Camuti

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ARTICLES OF ORGANIZATION
for
WOODBINE SENIOR LIVING, LLC

These Articles of Organization are made to be effective as of December 31, 2018, by the undersigned.

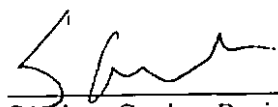
The undersigned wishing to form a limited liability company under and pursuant to the provisions of the Florida Revised Limited Liability Company Act hereby certifies that:

ARTICLE I. Name of Company. The name of the company shall be Woodbine Senior Living, LLC (the "Company").

ARTICLE II. Address. The street and mailing addresses of the Company's principal office are as follows: 900 Osprey Street, Venice, Florida, 34285.

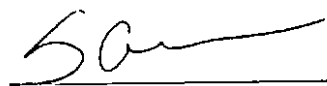
ARTICLE III. Registered Agent. The name and the Florida street address of the Company's registered agent are as follows: Stephen Gaylor, 900 Osprey Street, Venice, Florida, 34285.

Having been named as registered agent and to accept service of process for the above stated Company at the place designated herein, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S.



Stephen Gaylor, Resident Agent

This document is executed in accordance with section 605.0203(1)(b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.



Stephen Gaylor, Authorized Representative

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