## CORPORATE 236 East 6th Avenue . Tallahassee, Florida 32303 ACCESS,

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

| PICK                              | UP 9/30/00  |
|-----------------------------------|---|
| CERTIFIED COPY                    | CUS   |
| рното сору                        | VILING FORESON/LIC                                    |
| (CORPORATE NAME & DOCUMENT #)     | 1000033988519   |
| 2.) (CORPORATE NAME & DOCUMENT #) | -09/20/0001015015<br>****750.00 ****125.00            |
| 3.) (CORPORATE NAME & DOCUMENT #) | SE CONTRACTOR AND |
| 4.) (CORPORATE NAME & DOCUMENT #) | PRICVED ASSIEL I                                      |
| 5.) (CORPORATE NAME & DOCUMENT #) | 785 CF  |
| SPECIAL INSTRUCTIONS              | 58  |
|                                   |   |

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. CYPRESS COVER LESSON (LLC.)

| (Name of foreign limited liability company)  Delaware (Jurisdiction under the law of which foreign limited liability company is organized)  3. Applied For (FEI number, if applicable)   |                 |
|--|-----------------|
| Delaware (Jurisdiction under the law of which foreign limited liability  3. Applied For  |                 |
| (Jurisdiction under the law of which foreign limited lightlity.  |                 |
| FEI number if applicable   |                 |
| company is organized) (FEI number, if applicable)  |                 |
| . 9/15/00  |                 |
| 5. Terpetuar   |                 |
| (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")   |                 |
|  |                 |
| Has Not Begun  | <del>+.</del> - |
| (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)   | 7.              |
| Care Foundation of America, Inc.   |                 |
| 2714 Archer Avenue   | . 🌬             |
| Murfreesboro, Tennessee 37129  |                 |
|  |                 |
| (Street address of principal office)   |                 |
| If limited liability company is a manager manager to the state of the  | -               |
| If limited liability company is a manager-managed company, check here  |                 |
| The usual business addresses and the second  |                 |
| The usual business addresses of the managing members or managers are as follows:   |                 |
| Care Foundation of America, Inc.   |                 |
| oute foundation of America, inc.   |                 |
| 2714 Archer Avenue   | <del></del>     |
| Murfreesboro, Tennessee 37129  | - 41            |
| - 1 <sup>-1</sup>  | <del>. •</del>  |
|  |                 |
| ₹22~:  | <u> </u>        |
|  | _               |
| Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of a   | records in      |
| James and the law of which it is of Parlifect. (A photocontribute of acceptable of the continue of the contribute in the | 3               |
| islation of the certificate under eath of the translator must be submitted.)   | •               |
| ,  |                 |
| Nature of business or purposes to be conducted or promoted in Florida:   |                 |
| Operation of Flder and 1 7   | - ·             |
| Operation of Elder-care and Nursing Care Facilities  | * 182.**        |
| Art notes  |                 |
| That I was   | 1               |
| Simple C   | :X &            |
| NICTIONITY Of a mambar or or or with a size 1  |                 |
| Signature of a member or an authorized representative of a member.   |                 |
| In accordance with section 608,408(3), F.S., the execution of this document constitutes  |                 |
| an affirmation under the penalties of perjury that the facts stated herein are true.)  |                 |
| In accordance with section 608,408(3), F.S., the execution of this document constitutes  | EP 20           |

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

| 1. The name of the Lim    | ited Liability Company is:                                   |   |
|---------------------------|--|---|
| Cypress Cove L            | essor/LLC  |   |
| 2. The name and the Flori | orida street address of the registered agent and office ar   | re:                                     |
| NRALS                     | Services, Inc.   | · • • • • • • • • • • • • • • • • • • • |
|                           | (Name)   |   |
| 526 E                     | Park Avenue Florida street address (P.O. Box NOT ACCEPTABLE) | <u> </u>                                |
| Tallaha                   |  | T 44                                    |
|                           |  |   |

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 608, F.S.. NRAI Services, Inc.

(Signature)

Charles A. Coyle - Assistant Secretary

SECENTARVISTOSS SCHINGOS ASSOCIA

## State of Delaware Office of the Secretary of State

PAGE :

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "CYPRESS COVE LESSOR/LLC" 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 EIGHTEENTH DAY OF SEPTEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CYPRESS COVE LESSOR/LLC" WAS FORMED ON THE FIFTEENTH DAY OF SEPTEMBER, A.D.

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 0679518

DATE: 09-18-00

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