



THE UNITED STATES  
CORPORATION  
COMPANY

MD10000000727

ACCOUNT NO. : 072100000032

REFERENCE : 096993 4304950

AUTHORIZATION : *Patricia Kupper*

COST LIMIT : \$ 125.00

ORDER DATE : March 29, 2001

ORDER TIME : 9:52 AM

ORDER NO. : 096993-015

CUSTOMER NO: 4304950

CUSTOMER: Mr. Patrick S. Tracey -  
Nutter, McClennen & Fish  
One International Pl

900003942739--9

Boston, MA 02110-2699

FOREIGN FILINGS

NAME: MEDITRUST ACQUISITION COMPANY  
II LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

*WBI-7348*

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER:

*JB*  
*4-3-01*

NOT RETURNED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 APR -2 AM 10:45

OFFICE OF THE  
CLERK OF THE  
SUPREME COURT  
OF THE STATE  
OF MASSACHUSETTS  
01 APR -2 AM 9:01

APPROVE  
AND  
FILE



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 2, 2001

CSC  
SUSIE KNIGHT

SUBJECT: MEDITRUST ACQUISITION COMPANY II LLC  
Ref. Number: W01000007348

We have received your document for MEDITRUST ACQUISITION COMPANY II LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 801A00019527

APPROPRIATE  
AND  
FILED  
01 APR -2 AM 9:01  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

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

1. Meditrust Acquisition Company II LLC  
(Name of foreign limited liability company)

2. Delaware 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. March 22, 2001 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon filing  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 197 First Avenue, Needham, MA 02494  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The usual business addresses of the managing members or managers are as follows:

197 First Avenue, Needham, MA 02494  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: \_\_\_\_\_  
to own interests in real property

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.)

Michael F. Bushee

Michael F. Bushee  
Typed or printed name of signee

01 APR -2 AM 9:01  
RECEIVED  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S  
SIGNATURE

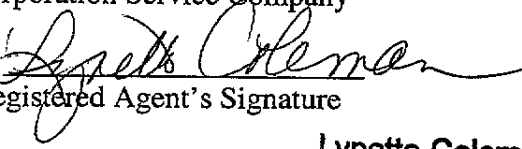
The name and the Florida street address of the registered agent are:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

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.

Corporation Service Company

By:

  
Registered Agent's Signature

Lynette Coleman  
as its agent

RECEIVED  
AND  
FILED  
01 APR -2 AM 9:01  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*      PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MEDITRUST ACQUISITION COMPANY II 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 TWENTY-NINTH DAY OF MARCH, A.D. 2001.

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

01 APR -2 AM 9:01  
SECRETARY OF STATE  
ALL UNASSESSED TAXES  
FILED



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3371927 8300

010155260

AUTHENTICATION: 1053263

DATE: 03-29-01