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REFERENCE : 407739 4804661

AUTHORIZATION : *Patricia Pignotti*

COST LIMIT : \$ 125.00

FILED
01 AUG 10 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 8, 2001

ORDER TIME : 11:11 AM

ORDER NO. : 407739-005

CUSTOMER NO: 4804661

CUSTOMER: Rita Slager, Legal Assistant
Michael Best & Friedrich LLC
Suite 1900
401 North Michigan Avenue
Chicago, IL 60611-4206

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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FOREIGN FILINGS

NAME: ASTON GARDENS AT WEST PALM
BEACH, LLC

XXXX QUALIFICATION (TYPE: LL)

900004528889--2

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: _____

BK

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

FILED
01 AUG 15 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, 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. ASTON GARDENS AT WEST PALM BEACH, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. July 9, 2001
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon filing of this application.
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 137 S. Pebble Beach Boulevard, Suite 201
Sun City Center, FL 33573
(Street address of principal office)

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

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

Don E. Ackerman - 137 S. Pebble Beach Blvd., Ste. 201, Sun City Center, FL 33573

Alfred Hoffman, Jr. - 137 S. Pebble Beach Blvd., Ste. 201, Sun City Center, FL 33573

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: Develop, construct and
operate independant living units.

Don E. Ackerman
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.)

Don E. Ackerman, Manager

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

01 AUG 10 PM 11:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Limited Liability Company is:

ASTON GARDENS AT WEST PALM BEACH, LLC

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

RICHARD HUTCHINSON

(Name)

137 S. PEBBLE BEACH BOULEVARD, STE. 201

Florida street address (P.O. Box **NOT** ACCEPTABLE)

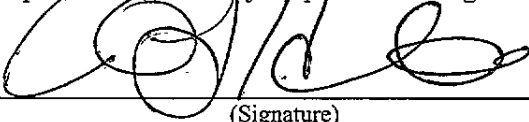
SUN CITY CENTER

FL

33573

City/State/Zip

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..



(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASTON GARDENS AT WEST PALM BEACH, 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 EIGHTH DAY OF AUGUST, A.D. 2001.

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01 AUG 10 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3412176 8300

AUTHENTICATION: 1286246

010388116

DATE: 08-08-01