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ACCOUNT NO.

072100000032

REFERENCE

418444

5020855

AUTHORIZATION

COST LIMIT

ORDER DATE : August 13, 2001

ORDER TIME: 8:54 AM

ORDER NO. : 418444-025

CUSTOMER NO: 5020855

CUSTOMER: Ms. Linda Jo Nazarenus

The Nathanson Group Pllc

1411 Fourth Ave.

Suite 905

Seattle, WA 98101

FOREIGN FILINGS

NAME: ESC-PORT ST. RICHIE, LLC

XXXX QUALIFICATION (TYPE: LL)

700004541657--8

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

_ CERTIFIED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER:



FLORIDA DEPARTMENT OF STATE Katherine Harris

Secretary of State

August 20, 2001

CSC SUSIE KNIGHT

SUBJECT: ESC-PORT ST. RICHIE, LLC

Ref. Number: W01000019191

We have received your document for ESC-PORT ST. RICHIE, 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) 245-6025.

Trevor Brumbley Document Specialist

Letter Number: 001A00047352

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

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: ESC-Port St. Richie, LLC (Name of foreign limited liability company) (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. <u>August 14, 2001</u> 08/10/2051 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") Upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) c/o Emeritus Corporation 3131 Elliott Avenue, Suite 500, Seattle, WA 98121 (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: Raymond R. Brandstrom-3131 Elliott Ave, Ste 500, Seattle, WA 98121 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: Ownership and operation of assisted living facility. 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.) Raymond R. Brandstrom Typed or printed name of signee

RAYMOND R. BRANDSTROM
Vice President of Finance

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

Registered Agent's Signature

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STATE of WASHINGTON



SECRETARY of STATE

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

ESC-PORT ST. RICHIE, LLC

I FURTHER CERTIFY that the records on file in this office show that the above named limited liability company was formed under the laws of the State of Washington and was issued a Certificate of Formation in Washington on August 14, 2001.

I FURTHER CERTIFY that as of the date of this certificate, no cancellation has been filed, and that the limited liability company is duly authorized to transact business in the limited liability company form in the State of Washington.



Date: August 15, 2001

Given under my hand and the Seal of the S of Washington at Olympia, the State Capi