Division

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Page 1 of 1

Florida Department of State Division of Corporations

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To:

Division of Corporations

Fax Number

: (850)205-0383

From:

'AMY J. PATTERSON

: CNL FINANCIAL GROUP, INC. Account Name

Account Number: 113615003626 Phone

: (407)650-1000

Fax Number

: (407)650-1065

FOREIGN LIMITED LIABILITY COMPANY

CNL Retirement Sun1 Edmonds WA GP, LLC

Certificate of Status	1
Certified Copy	1
Page Count	. 04
Estimated Charge	1 \$160.00

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H03000275791 9

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

IN COMPLIANCE WITH SECTION 608.508, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN THAT I'V COMPANY TO TRANSACT RINNESS IN THE STATE OF FLORIDA:

September 5, 2003 (Date of Organization) Upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 450 S. Orange Avenue Orlando, FL 32801-3336 (Street address of principal office)	-
Delaware Jurisdiction under the law of which foreign limited liability company is organized) September 5, 2003 (Date of Organization) Upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 450 S. Orange Avenue Orlando, FL 32801-3336 (Street address of principal office)	
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Orlando, FL 32801-3336 (Street address of principal office)	-
(Street address of principal office)	_
	_
If limited liability company is a manager-managed company, check here \textbf{\textsuperposition} The name and usual business addresses of the managing members or managers are as follows: PIRASE SEE ATTACHED	
The name and usual business addresses of the managing members or managers are as follows: PLEASE SEE ATTACHED	03 SEP 22
PTRASE SEE ATTACHED	-0
	7.7
	-
	- F
Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of a the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language translation of the certificate under eath of the translator must be submitted.)	
. Nature of business or purposes to be conducted or promoted in Florida: General Partner of	_
CNL Retirement Sun1 Edmonds WA, LP	_
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.)	
Linda A. Scarcelli, Assistant Secretary of General Partner of	

Typed or printed name of signee

H03000275791 9

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 of 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	Compan	vis
Τ.	THE DATE	OI ME		. Luaumity	Comban	y 10.

CNL Retirement Sun1 Edmonds WA GP, LLC

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

(Name)

450 S. Orange Avenue

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

Orlando

FL 32801-3336

(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)

Signature)

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

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H03000275791 9

BOARD OF MANAGERS

Board of Managers Bernard J. Angelo, Independent Manager Robert A. Bourne James M. Scneff, Jr. Address 450 S. Orange Avenue, Orlando, FL 32801-3336 450 S. Orange Avenue, Orlando, FL 32801-3336 450 S. Orange Avenue, Orlando, FL 32801-3336

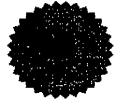
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Delaware PAGE

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RETIREMENT SUN1 EDMONDS WA GP, 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 FIFTH DAY OF SEPTEMBER, A.D. 2003.



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2617632

DATE: 09-05-03