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ACCOUNT NO. : 07210000032

REFERENCE: 179394

5168766

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AUTHORIZATION

COST LIMIT

ORDER DATE: February 1, 2005

ORDER TIME : 11:34 AM

ORDER NO. : 179394-025

CUSTOMER NO: 5168766

CUSTOMER: David Witt

Greystone & Co., Inc.

60th Floor

152 West 57th Street New York, NY 10019

FOREIGN FILINGS

NAME: HEALTH PARK NH, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XX PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER:

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:

(Name of Foreign Limite	d Li	ability Company)
elaware	3	20-2257904
furisdiction under the law of which foreign limited liability		(FEI number, if applicable)
February 1, 2005	5	perpetual
(Date of Organization)	ν.	(Duration: Year limited liability company will cease to exist or "perpetual")
Upon Qualification		
(Date first transacted business in (See sections 608.501 & 608.502 I		
1121 Jacaranda Blvd.		
Venice, FL 34292		
(Street Addre	SS 0	f Principal Office)
If limited liability company is a manager-manag	ed c	company, check here
The name and usual business addresses of the ma	ana,	ging members or managers are as follows:
Greystone Tribeca Acquisition, L.L.C.		
152 West 57th Street, 60th Floor		
New York, NY 10019		
jurisdiction under the law of which it is organized. (A photoc slation of the certificate under oath of the translator must be su	opy ibm	itted.)
Nature of business or purposes to be conducted	or j	promoted in Florida: Operate a Nursing Home
		++/+
	6	1104
	, F.S	norized representative of a member. In the execution of this document constitutes by that the facts stated herein are true.)
David Witt, Authorized	Per	son
Typed or print	ed i	name of signee

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 Limited Liability Company is:					
Health Park	NH, L.L.C.				
2. The name	and the Florida street add	fress of the registered agent and office are:			
	Corporation Servic	ce Company			
(Name)					
	1201 Hays Street	A A LL CO CO De MOT (GODDINE)			
	Florida Stree	et Address (P.O. Box NOT ACCEPTABLE)			
	Tallahassee	FL 32301 City/State/Zip			
		City/State/Lip			

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, Florida Statutes.

Corporation Service Company

By: Deborah D. Skipper

(Signature) Deborah D. Skipper

Asst. V. Pres.

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

PAGE

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTH PARK NH, L.L.C." 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 SECOND DAY OF FEBRUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HEALTH PARK NH, L.L.C." WAS FORMED ON THE FIRST DAY OF FEBRUARY, A.D. 2005.

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



Warriet Smith Windson
Harriet Smith Windson, Secretary of State

arriet Smith vyindsor, Secretary of State

AUTHENTICATION: 3656744

DATE: 02-02-05

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