

02/08/05 16:25 FAX

Division of Corporations

001/005

Page 1 of 1

**MD5D000000094**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H05000032913 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

**AMY J. PATTERSON**

Account Name : CNL RETIREMENT PROPERTIES, INC.  
Account Number : I20050000015  
Phone : (407) 650-1068  
Fax Number : (407) 835-3232

RECEIVED

05 FEB -8 AM 7:42

DIVISION OF CORPORATION

**FOREIGN LIMITED LIABILITY COMPANY**

**CNL Retirement Encl Tallahassee FL GP, LLC**

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

SEAL  
TALLAHASSEE, FLORIDA

05 FEB -8 AM 8:39

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

JP  
2-a-c

H05000032913 3

**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 TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. CNL Retirement Enc1 Tallahassee FL GP, LLC  
(Name of Foreign Limited Liability Company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for  
(FEI number, if applicable)
4. January 24, 2005  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 450 S. Orange Ave., Suite 200, Attn: Amy Patterson  
Orlando, FL 32801-3336  
(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:  
Please see attached
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: General Partner

of CNL Retirement Enc1 Tallahassee FL, LP

Clark Hettings  
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.)

Clark Hettings  
Typed or printed name of signer

H05000032913 3

FILED  
05 FEB -8 AM 8:39  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

02/08/05 16:28 FAX

CNL

003/005

H05000032913 3

CNL Retirement Encl Tallahassee FL GP, LLC

Managers

Stuart J. Beebe  
450 S. Orange Avenue  
Orlando, FL 32801-3336

Thomas J. Hutchison, III  
450 S. Orange Avenue  
Orlando, FL 32801-3336

Robert A. Bourne  
450 S. Orange Avenue  
Orlando, FL 32801-3336

FILED  
05 FEB -8 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H05000032913 3

H05000032913 3

**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:

CNL Retirement Enc1 Tallahassee FL GP, LLC

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

Arny J. Patterson

(Name)

450 S. Orange Avenue, Suite 200

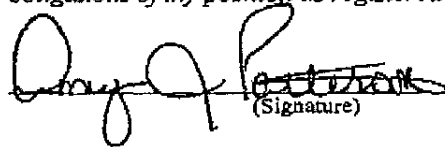
Florida Street Address (P.O. Box NOT ACCEPTABLE)

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, Florida Statutes.*

  
(Signature)

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

H05000032913 3

FILED  
05 FEB -8 AM 8:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H05000032913 3

# Delaware

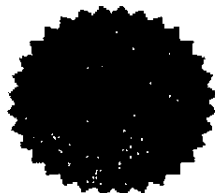
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL RETIREMENT ENCI TALLAHASSEE FL 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 TWENTY-FOURTH DAY OF JANUARY, A.D. 2005.

3916024 8300

050056936



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3637101

DATE: 01-24-05

H05000032913 3