

M05000001651

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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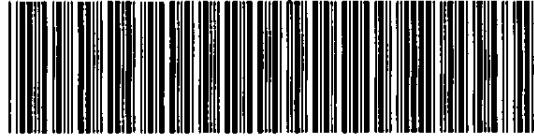
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
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B. KOHR

FEB 16 2010

EXAMINER

Holland & Knight

Requester's Name

315 South Calhoun Street, suite 600

Address

Tallahassee, FL 32301 (850)425-5686

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Sunrise IV Boca Ciega SL LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

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☐ Will wait

☐ Photocopy

☒ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☒ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

Holland & Knight

315 South Calhoun Street, Suite 600 | Tallahassee, FL 32301 | T 850.224.7000 | F 850.224.8832
Holland & Knight LLP | www.hklaw.com

Eddie Williams, III
850.425.5653
eddie.williams@hklaw.com

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 FEB 16 PM 3:53

February 16, 2010

Via Hand Delivery

Florida Secretary of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Sunrise IV Boca Ciega SL, LLC
Change of Name of Limited Liability Company


To Whom It May Concern:

Pursuant to Section 608.504, *Florida Statutes*, please find attached the Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transaction Business in Florida, filed on behalf of Sunrise IV Boca Ciega SL, LLC. The limited liability company changed its name from "Sunrise IV Boca Ciega SL, LLC" to "Fountains Boca Ciega SL, LLC."

Please find enclosed a copy of the Certificate of Amendment filed with the Delaware Secretary of State, Division of Corporations, and the corresponding Certification regarding the name change. Please let us know if the Division requires anything further with respect to the name change.

Sincerely yours,

HOLLAND & KNIGHT LLP



Eddie Williams, III

Enclosures

cc: Greta Fruhling Frazier
Morris Miller

9165890_v1

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Sunrise IV Boca Ciega SL, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Eddie Williams, III

Name of Person

Holland & Knight LLP

Firm/Company

315 S. Calhoun Street, Suite 600

Address

Tallahassee, FL 32301

City/State and Zip Code

eddie.williams@hklaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Eddie Williams, III

Name of Person

at (850)

425-5653

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☐ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55 Filing Fee &
Certified Copy

☒ \$60 Filing Fee,
Certificate of Status &
Certified Copy

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

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Sunrise IV Boca Ciega SL, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: March 28, 2005

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? February 3, 2010
5. New name of the limited liability company: Fountains Boca Ciega SL, LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.


Signature of a member or the authorized representative of a member

Eddie Williams, III
Typed or printed name of signee

Filing Fee: \$25.00

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Delaware

PAGE 1

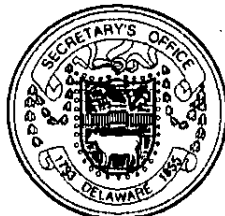
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SUNRISE IV BOCA CIEGA SL, LLC", CHANGING ITS NAME FROM "SUNRISE IV BOCA CIEGA SL, LLC" TO "FOUNTAINS BOCA CIEGA SL, LLC", FILED IN THIS OFFICE ON THE THIRD DAY OF FEBRUARY, A.D. 2010, AT 2:57 O'CLOCK P.M.

3944565 8100

100108309

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7797984

DATE: 02-04-10

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:14 PM 02/03/2010
FILED 02:57 PM 02/03/2010
SRV 100105076 - 3944565 FILE

CERTIFICATE OF AMENDMENT

OF THE

CERTIFICATE OF FORMATION

OF

SUNRISE IV BOCA CIEGA SL, LLC

FIRST: The name of the limited liability company (hereinafter, the "*Company*") is Sunrise IV Boca Ciega SL, LLC.

SECOND: The certificate of formation of the Company is hereby amended by striking out Article First thereof and by substituting in lieu of said Article the following new Article:

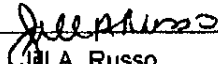
"FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is Fountains Boca Ciega SL, LLC."

SUNRISE IV BOCA CIEGA SL, LLC

By: Fountains (Pool III), LLC, its sole member

By: Fountains Senior Living Holdings, LLC,
its sole member

By: US Senior Living Investments, LLC,
its sole member

By 
Jill A. Russo
Vice President