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Account Name : C T CORPORATION SYSTEM
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Phone : (850) 222-1092
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

SHP III Barrington Terrace, LLC

Certificate of Status	1
Certified Copy	0
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06 MAR 17 PM 12:48

06 MAR 17 AM 9:50

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

**IN COMPLIANCE WITH SECTION 608.302, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:**

1. SHW III Harrison Tarnon, LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-4504821
(FEI number, if applicable)
4. 3/16/2006
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon registration
(Date that commenced business in Florida, if prior to registration;
(See sections 608.301 & 608.302 F.S. to determine penalty liability))
7. 8 Campus Drive, Arbor Circle South, 4th Floor, Parsippany, NJ 07054
(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:

Senior Housing Partners III, L.P., 8 Campus Drive, Arbor Circle South, 4th Floor, Parsippany, NJ 07054

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: _____

real estate investment


Signature of a member or an authorized representative of a member.
(In accordance with section 608.304(3), F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)

John W. Duck (see attached)

Typed or printed name of signer

FILED
06 MAR 17 AM 9:50
TOLSON
FBI - NEW YORK

**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:

RRP III Burlington Telecom, LLC

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

CT Corporation System
(Name)

1300 South Pine Island Road

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

Plantation, Florida 33324
(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.

CT Corporation System

By: _____

(Signature)

Jennifer F. Aulman
Assistant Secretary

\$ 180.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

**SIGNATURE PAGE TO AFFIDAVIT BY FOREIGN LIMITED LIABILITY
COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
FOR
SEF III BARRINGTON TERRACE, LLC**

Senior Housing Partners III, L.P., its sole Member

By: Senior Housing Partners III, LLC, its General Partner

By: Prudential Investment Management, Inc., its Managing Member

By: /s/ John W. Dark

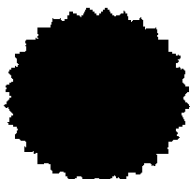
John W. Dark
Vice President

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SHP III BARRINGTON TERRACE, 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 SIXTEENTH DAY OF MARCH, A.D. 2006.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

4126719 8300

060256017

AUTHENTICATION: 4597775

DATE: 03-16-06