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Account Name : C T CORPORATION SYSTEM
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

HBC Manager, L.L.C.

Certificate of Status	1
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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.301, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. HBC Manager, L.L.C.
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-3109037
(FEI number, if applicable)
4. July 1, 2005
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Not Applicable
(Date first transacted business in Florida, if prior to registration.
(See sections 608.301 & 608.302 F.S. to determine penalty liability)
7. 5102 West Laurel Street, Suite 700, Tampa, Florida 33607
(Street Address of Principal Office)

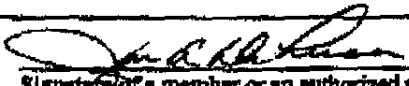
8. If limited liability company is a manager-managed company, check here ☒ RE
9. The name and usual business addresses of the managing members or managers are as follows:

Thomas Ferguson; 100 Crescent Court, Suite 1000, Dallas, TX 75201; Thilo Best; 5102 Laurel Street, Suite 700,

Tampa, FL 33607; Robert Burr and Stephen Snake; 100 Milverton Drive, Suite 700, Mississauga, ON, L5R 4H1

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: Management of Senior Living Facilities


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.)

Jon DeLoet, Authorized Representative
Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.413 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:

HBC Manager, L.L.C.

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

CT Corporation System

(Name)

1200 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: Mary De Mulkeen

Assistant Secretary

\$ 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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State of Delaware
Secretary of State
Division of Corporations
Delivered 03:53 PM 07/01/2005
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CERTIFICATE OF FORMATION

OF

HBC MANAGER, L.L.C.

FIRST: The name of the limited liability company (the Company) is:

HBC Manager, L.L.C.

SECOND: (a) The address of the registered office of the Company in Delaware is:

Corporation Trust Center
1209 Orange Street
Wilmington, New Castle County, Delaware 19801

(b) The name of the Company's registered agent at the address of its registered office is:

The Corporation Trust Company

IN WITNESS WHEREOF, the undersigned, an authorized person of the Company, has caused this Certificate of Formation to be duly executed as of this 1st day of July 2005.

/s/ Kenneth Jacob
Kenneth Jacob, Authorized Person

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Delaware

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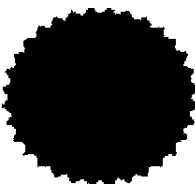
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EEC MANAGER, 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 TWELFTH DAY OF APRIL, A.D. 2006.

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

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4665122

DATE: 04-12-06