

FILE No. 05/22/06 10:44

ID: CFC TALAHASSEE

AK: 850 558 1575

AQ: 1 4

77060000002846

**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.

(((H06000139957 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) 205-0380

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000193
Phone : (850) 321-1000
Fax Number : (850) 558-1575

FILED
06 MAY 22 AM 8:34
SECRETARY OF STATE
TALAHASSEE FLORIDA

RECEIVED
06 MAY 22 AM 8:00
DIVISION OF CORPORATIONS

Heather K. 2908

MERGER OR SHARE EXCHANGE

CRESTVIEW MED BUILDING, LLC

Certificate of Status	0
Certified Copy	2
Page Count	04
Estimated Charge	\$122.50

Electronic Filing Menu

Corporate Filing Menu

Help

File H060001399543 First
 * File hus second *
 File H060001399603 third

5/23
must

FILE No. 775 05/22 '06 10:56 ID: CSC TALLAHASSEE

FAX: 850 558 1575

PAGE 2/ 4

H06000139957 3

**Certificate of Merger
For
Florida Limited Partnership or Limited Liability Limited Partnership**

The following Certificate of Merger is submitted in accordance with s. 620.2108, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Crestview Med Building, Ltd.	Florida	Limited Partnership
<u>A98000002203</u>		

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Crestview Med Building, LLC	Delaware	Limited Liability Company
<u>md6-2846</u>		

THIRD: The date the merger is effective under the governing laws of the surviving party is: May 22, 2006

(NOTE: If survivor is a Florida limited partnership or limited liability limited partnership, effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State. If survivor is not a Florida limited partnership or limited liability limited partnership, effective date shall be as provided in survivor's governing statute.)

FOURTH: The merger was approved by each party as required by its governing law.

1 of 3

H06000139957 3

FILED
06 MAY 22 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05/22/2006 12:42

850-245-6897

FL DEPT OF STATE

PAGE 16/21

FILE NO. 775 05/22 '06 10:56 ID: CSC TALLAHASSEE

FAX: 850 558 1575

PAGE 3/ 4

#06000139957 3

FIFTH: If the surviving party is a foreign organization not qualified to transact business in this state, the street address and mailing address of an office which the Florida Department of State may use for the purposes of s. 620.2109(2), F.S., are as follows:

Street address: 3760 Kilroy Airport Way, Suite 300

Long Beach, CA 90806

Mailing address: 3760 Kilroy Airport Way, Suite 300

Long Beach, CA 90806

SIXTH: Other provisions, if any, relating to the merger:

FILED
06 MAY 22 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#06000139957 3

FILE No. 775 05/22 '06 10:56 ID: CSC TALLAHASSEE

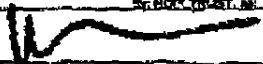
FAX: 850 558 1575

PAGE 4/ 4

H06000139957 3

SEVENTH: Signature(s) for Each Party:

(Merger must be signed by all general partners of Florida limited partnerships or limited liability limited partnerships and by the authorized representative of each other party.)

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Crestview Med Building, Ltd.	HCP Crestview MED GP, LLC, its General Partner By: HCP BALTIMOREMAN PORTFOLIO, LLC Its Sole Member By: 	Taliya Nevo-Hacohen Senior Vice President
Crestview Med Building, LLC	HCP BALTIMOREMAN PORTFOLIO, LLC Its Sole Member By: HCP TRUST By: Maralyn M. M. M.	Taliya Nevo-Hacohen Senior Vice President

Fees: Filing Fees: \$52.50 Per Party
Certified Copy: \$52.50 (Optional)
Certificate of Status: \$8.75 (Optional)

3 of 3

FILED
06 MAY 22 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H06000139957 3