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GENTRY LOCKE RAKES & MOORE

A Limited Liability Partnership

December 6, 2006

10 Franklin Road, S.E.

Post Office Box 40013

Roanoke, Virginia 24022-0013

www.gentrylocke.com

Attorneys at Law

540+983+9300

Facsimile 540-983-9400

Direct Dial: (540) 983-9326

brittney_hasenbeck@gentrylocke.com

By FedEx

Florida Department of State Division of Corporations Registration Section 2661 Executive Center Circle Tallahassee, FL 32301

Re: Toledo, Iowa Facility

Dear Sir/Madam:

Enclosed is an Application for Authorization to Transact Business in Florida (with Cover Letter and Certificate of Designation of Registered Agent) and Certificate of Fact from the Virginia State Corporation Commission for each of the following Limited Liability Companies:

1. Traditions Management of Iowa, LLC

- 2. Toledo HCP Partners, LLC
- 3. Carrington Place of Toledo, LLC
- 4. Carrington Place Village of Toledo, LLC

Also enclosed, attached to each application, is a check in the amount of \$130.00, payable to the Florida Department of State, as payment of fees in this matter.

Thank you for your cooperation in this matter. Should you have any questions, please do not hesitate to contact us.

Sincerely,

GENTRY LOCKE RAKES & MOORE, LLP

Brittney A. Hasenbeck

Paralegal

Enclosures

Cc: Benjamin Atkins (w/o encls.)

COVER LETTER

U	ion of Corporations				
SUBJECT:	Traditions Management of	Iowa, LLC			
	(Name of I	Limited Liability Company)	•		
Florida," Cer		Liability Company for Authorization to Tree submitted to register the above reference a			
Please return	all correspondence concerning thi	is matter to the following:			
	Ben Atkins		SEC	3 80	
	1	(Name of Person)	AHASSE	06 DEC -7 AM 11:44	
	Traditions Management		HQ.		FLED
	l	(Firm/Company)	STATE	=======================================	
	1022 Main Street, Suite H				
		(Address)			
	Dunedin, FL 34698				
	(City	/State and Zip Code)	····		
For further in	nformation concerning this matter,	please call:			
Ber	n Atkins	at (727) 224-9874			
	(Name of Person)	(Area Code & Daytime Telephone	Number)		
•	LING ADDRESS:	STREET ADDRESS:			
	ion of Corporations Box 6327	Division of Corporations Clifton Building			
	hassee, FL 32314	2661 Executive Center Circle Tallahassee, FL 32301			
	check for the following amount: 5.00 Filing Fee \$\infty\$\$130.00 Filing Fee Certificat		ng Fee, Certi Status & Cer		Сору

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

(Name of Foreign Limited Liability Company) 2. Virginia (Jurisdiction under the law of which foreign limited liability company is organized) 3. (FEI number, if applicable) 4. 10/10/2006 5. Perpetual	
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable) 4. 10/10/2006 5. Perpetual	
4. <u>10/10/2006</u> 5. Perpetual	
(Date of Organization) (Duration: Year limited liability company will consist or "perpetual")	ase to
6(Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)	
71022 Main Street, Suite H	<u> 78</u> 8
Dunedin, FL 34698	
(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: Benjamin Atkins - 1022 Main Street, Suite H, Dunedin, FL 34698 (Manager)	TARY OF STATE ASSEE, FLORIDA
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custod the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign languard 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: Headquarters	ty of records in age, a
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.) Benjamin Atkins	· · ·

Typed or printed name of signee

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:		
	Traditions Management of Iowa, LLC		
2.	The name and the Florida street address of the registered agent and office are:		
	Benjamin Atkins	SE	90
	(Name)	CRETA	0EC -
	1022 Main Street, Suite H	NEW ARIA	7
	Florida Street Address (P.O. Box NOT ACCEPTABLE)	S. FLOR	AH II:
	Dunedin FI 34698		4

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.

34698

(Signature)

Dunedin

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

5.00 Certificate of Status (optional)

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State Corporation Commission

I Certify the Following from the Records of the Commission:

A certificate of organization was issued by the Commission to Traditions Management of Iowa, LLC, a limited liability company formed under the laws of VIRGINIA, effective as of October 10, 2006.

As of the date below, articles of cancellation have not been filed in this office by Traditions Management of Iowa, LLC, a Virginia limited liability company.

Nothing more is hereby certified.



Signed and Sealed at Richmond on this Date: November 6, 2006

Joel H. Peck, Clerk of the Commission