

MD7000002513

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

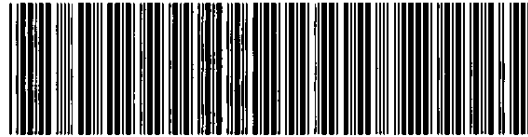
Special Instructions to Filing Officer:

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G. MCLEOD

JUN 02 2010

EXAMINER



300181248153

05/28/10--01011--002 \*\*25.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
10 MAY 28 PM 5:17

# Carmody MacDonald

Carmody MacDonald P. C.  
120 S. Central Avenue, Suite 1800  
St. Louis, Missouri 63105-1705  
314-854-8600 Fax 314-854-8660  
www.carmodymacdonald.com

Kelly J. Iffrig  
kji@carmodymacdonald.com  
Direct Dial: (314) 854-8646

May 24, 2010

**VIA REGULAR MAIL**

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

***Re: Hallmark Holdings, LLC***

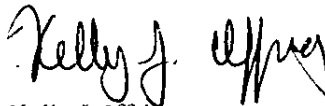
Dear Sir/Madam:

Enclosed for filing is an Application by Foreign Limited Liability Company to File Amendment to Application for Authorization to Transact Business in Florida along with a check in the amount of \$25.00 for the filing fee. Also enclosed is a copy of the Certificate of Amendment filed with the State of Delaware and a Certificate of Good Standing for Allegro Senior Living, LLC from the State of Delaware. Please forward a letter of acknowledgement to me in the enclosed self-addressed envelope.

In the event that you have any questions regarding this matter, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,

CARMODY MacDONALD P.C.



Kelly J. Iffrig

KJI/caw  
Enclosures

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Hallmark Holdings, 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:

Kelly J. Iffrig

Name of Person

Carmody MacDonald P.C.

Firm/Company

120 S. Central Ave., Suite 1800

Address

St. Louis, MO 63105

City/State and Zip Code

[Please send to current mailing address of record]

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

For further information concerning this matter, please call:

Kelly J. Iffrig

Name of Person

at ( 314 )

854-8600

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

**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)**

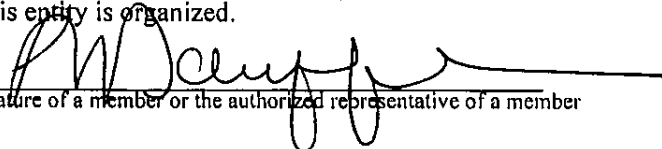
1. Name of limited liability company as it appears on the records of the Florida Department of State: Hallmark Holdings, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: April 30, 2007

**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? April 26, 2010
5. New name of the limited liability company: Allegro Senior Living, 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

Laurence A. Schiffer, CEO

Typed or printed name of signee

**Filing Fee: \$25.00**

10 MAY 28 PM 5:17

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:52 PM 04/26/2010  
FILED 05:52 PM 04/26/2010  
SRV 100425086 - 4280097 FILE

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: Hallmark Holdings, LLC
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

Article FIRST of the Certificate of Formation is hereby amended to read as follows:

"FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is Allegro Senior Living, LLC."

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 26<sup>th</sup> day of April, A.D. 2010.

By: 

Authorized Person(s)

Name: Laurence A. Schiffer, CEO

Print or Type

# Delaware

PAGE 1

*The First State*

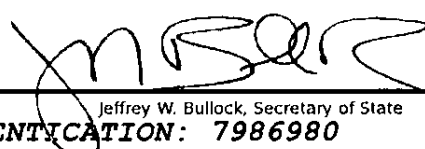
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALLEGRO SENIOR LIVING, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF MAY, A.D. 2010.



4280097 8300

100425086

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7986980

DATE: 05-11-10