

M08000000/615

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

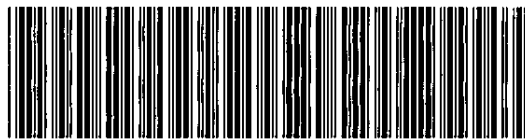
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



100121727541

04/02/08--01032--009 \*\*130.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 APR - 2:PM 4:03

J. BRYAN

APR - 3 2008

EXAMINER



WILLIAMS MULLEN

FILED STATE  
SECRETARY OF CORPORATIONS  
08 APR -2 PM 4:03

Direct Dial: 202.293.8134  
mleggett@williamsmullen.com

April 1, 2008

VIA FEDERAL EXPRESS

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: INVENCO Senior Housing, LLC – Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for Immediate Filing

Dear Sir or Madam:

Enclosed for immediate filing is the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of INVENCO Senior Housing, LLC ("Application"). The following documents are included:

1. Cover Letter
2. Executed Application
3. Original Delaware Good Standing Certificate (Certificate of Existence)
4. Executed Certificate of Designation of Registered Agent/ Registered Office

Also enclosed is a check for \$130.00 payable to the Secretary of State in payment of the filing fee, designation of registered agent fee, and Certificate of Status fee.

Please date stamp the enclosed photocopy of the Application and return it to me in the enclosed postage-paid envelope to evidence your receipt and filing.

Please do not hesitate to call me at (202) 293-8134 if you have any questions.

Sincerely,

Matthew H. Leggett  
Law Clerk

Enclosures

cc: John Goode  
James A. Blalock III

1586945v1

*A Professional Corporation*

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** INVENCO Senior Housing, LLC  
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Matthew H. Leggett

(Name of Person)

Williams Mullen

(Firm/Company)

1666 K Street NW, Suite 1200

(Address)

Washington, DC 20007

(City/State and Zip Code)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 APR - 2 PM 4: 03

For further information concerning this matter, please call:

Matthew H. Leggett

(Name of Person)

at ( 202 ) 293-8134

(Area Code & Daytime Telephone Number)

**MAILING ADDRESS:**

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

**STREET ADDRESS:**

Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee    ☒ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

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

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

1. INVENCO Senior Housing, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

n/a

(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 include "Limited Liability Company," "L.L.C.," "LLC.")

2. State of Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. n/a

(FEI number, if applicable)

4. October 1, 2007

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. \_\_\_\_\_

(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 7310 Ritchie Highway, Suite 604

Glen Burnie, Maryland 21061

(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:

Mr. John Goode


13513 E. Boundary Road, Suite C

Midlothian, Virginia 23112

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: \_\_\_\_\_

development of full-service assisted living facility and assisted care services

  
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.)

John Goode

Typed or printed name of signer

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 APR - 2 PM 4:03

**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:

INVENCO Senior Housing, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

n/a

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

CAPITOL CORPORATE SERVICES, INC.

(Name)

155 OFFICE PLAZA DRIVE, SUITE A

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

TALLAHASSEE

FL

32301

City/State/Zip

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 APR -2 PM 4:03

*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.*

Dulani Case, asst. sec.

(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

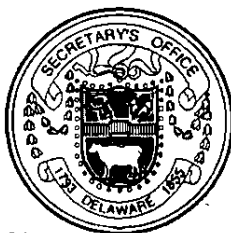
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INVENCO SENIOR HOUSING, 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 TWENTY-SEVENTH DAY OF MARCH, A.D. 2008.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
08 APR -2 PM 4:08



4432710 8300

080360175

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

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6479947

DATE: 03-27-08