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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN

AUG 23 2012

EXAMINER

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 TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. The name of the foreign limited liability company is:

Tarantino Senior Living Communities, LLC (herein called the "Company").
2. The jurisdiction under the law of which the Company is organized is: Texas
3. The Federal Employer Identification Number for the Company is: 45-5599476.
4. The date of organization of the Company is: June 22, 2012.
5. The duration of the Company is perpetual.
6. The Company has not yet transacted business in Florida.
7. The street address of the principal office of the Company is:

c/o Tarantino Properties, Inc.
7887 San Felipe, Suite 237
Houston, Texas 77063
8. The street address of the registered office of the Company in Florida is:

155 Office Plaza Drive, Suite A
Tallahassee, Florida 32301
9. The name of the registered agent of the Company in Florida is:

Capitol Corporate Services, Inc.
10. The Company is a manager-managed company.
11. The name and usual business address of the Manager of the Company is:

Anthony Tarantino
c/o Tarantino Properties, Inc.
7887 San Felipe, Suite 237
Houston, Texas 77063

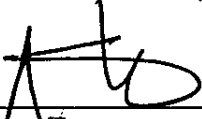
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12. An original Certificate of Fact (i.e., Certificate of Existence), no more than ninety days old, duly authenticated by the Secretary of State of Texas, which is the state official having custody of records in Texas, the jurisdiction under the laws of which the Company is organized, is attached. An original Certificate of Account Status, no more than ninety days old, issued and authenticated by the Comptroller of Public Accounts of the State of Texas, indicating that the Company is in good standing in the State of Texas, is also attached.

13. The nature of the business or purposes to be conducted or promoted in Florida is to operate a licensed assisted living facility and independent living units for senior adults within the State of Florida.

Dated this 21ST day of August, 2012.

TARANTINO SENIOR LIVING COMMUNITIES, LLC,
a Texas limited liability company



ANTHONY TARANTINO, Manager

TARANTINO SENIOR LIVING COMMUNITIES, LLC,
a Texas limited liability company



ANTHONY TARANTINO, Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State of Florida constitutes a third degree felony as provided for in s.817.155, F.S.)

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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: Tarantino Senior Living Communities, LLC (the "Company").
2. The name and the Florida street address of the registered agent and office are:

Capitol Corporate Services, Inc.
155 Office Plaza Drive, Suite A
Tallahassee, Florida 32301

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.

CAPITOL CORPORATE SERVICES, INC.

By: Gayle Windle
Name: Gayle Windle
Title: Asst Secretary

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TALLAHASSEE, FLORIDA

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Tarantino Senior Living Communities, LLC (file number 801616155), a Domestic Limited Liability Company (LLC), was filed in this office on June 22, 2012.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 21, 2012.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State