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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALY

APR 28 2017



Melissa Childers
DIRECT 205.488.3612
EMAIL mchiders@maynardcooper.com

April 24, 2017

BY FEDERAL EXPRESS

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

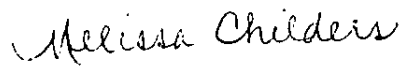
**Re: Application by Foreign Limited Liability Company for Authorization to
Transact Business in Florida – Greenbrier Senior Living, LLC**

Dear Sir or Madam:

Enclosed for filing in your office please find one (1) original and two (2) copies of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida of Greenbrier Senior Living, LLC. Also enclosed is a \$125.00 check made payable to the Florida Department of State to cover the applicable fees. Please record the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida and return a stamped-filed copy to me in the enclosed return Federal Express envelope.

Please do not hesitate to contact me if you have any questions or concerns. Thank you for your assistance.

Very truly yours,


Melissa Childers

Enclosures

03961671.1

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Greenbrier Senior Living, 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:

Melissa Childers

Name of Person

Maynard, Cooper & Gale, P.C.

Firm/Company

1901 Sixth Avenue North, #2400

Address

Birmingham, AL 35203

City/State and Zip Code

mchilders@maynardcooper.com

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

For further information concerning this matter, please call:

Melissa Childers

at (205)

488-3612

Name of Contact Person

Area Code

Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

Division of Corporations
Registration Section
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 TRANSACT BUSINESS
IN FLORIDA**

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

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

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Texas 3. 61-174-4701
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 2016
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 3232 McKinney Avenue, Suite 1160
Dallas, TX 75204
(Street Address of Principal Office)

6. 3232 McKinney Avenue, Suite 1160
Dallas, TX 75204
(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

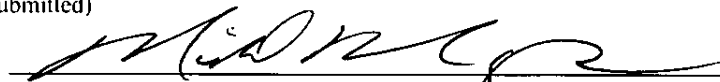
Registered agent's acceptance:

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 application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Emily Croft
Asst. Vice President
(Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:
Michael Mays, President
3232 McKinney Avenue, Suite 1160
Dallas, TX 75204

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)


Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Michael Mays, President
Typed or printed name of signee

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2011 APR 26 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



Rolando B. Pablos
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 Greenbrier Senior Living, LLC (file number 802050659), a Domestic Limited Liability Company (LLC), was filed in this office on August 24, 2014.

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 March 13, 2017.



A handwritten signature in black ink, appearing to read "R. Pablos".

Rolando B. Pablos
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA