

# M98000001435

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

400002704874--9

-12/07/98--01113--018

\*\*\*\*\*250.00 \*\*\*\*\*250.00

400002704874--9

-12/07/98--01113--019

\*\*\*\*\*35.00 \*\*\*\*\*35.00

400002704874--9

-12/07/98--01113--020

\*\*\*\*\*8.75 \*\*\*\*\*8.75

A98 SENNON L.L.C.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC -7 PM 3:35

☒ Profit

☒ NonProfit

☒ Limited Liability Co.

☒ Foreign

☒ Limited Partnership

☒ Reinstatement

☐ Certified Copy

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☐ Amendment

☐ Dissolution/Withdrawal

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TO

JEFFREY D. BUTTERFIELD

# 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. A98 SENIOR L.L.C.  
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)
2. DELAWARE 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 9/28/98 5. 12/31/2048  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. on or about November 1, 1998  
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. 501 SOUTH FOURTH AVENUE  
LOUISVILLE, KY 40202  
(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Atria Communities, Inc.</u>	<u>MGRM</u>	_____	_____
<u>501 South Fourth Avd.</u>		_____	
<u>Louisville, KY 40202</u>		_____	
<u>A Senior SPV Corp.</u>	<u>MGRM</u>	_____	_____
<u>501 South Fourth Ave.</u>		_____	
<u>Louisville, KY 4020</u>		_____	
_____	_____	_____	_____
_____		_____	
_____		_____	

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 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A hotocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

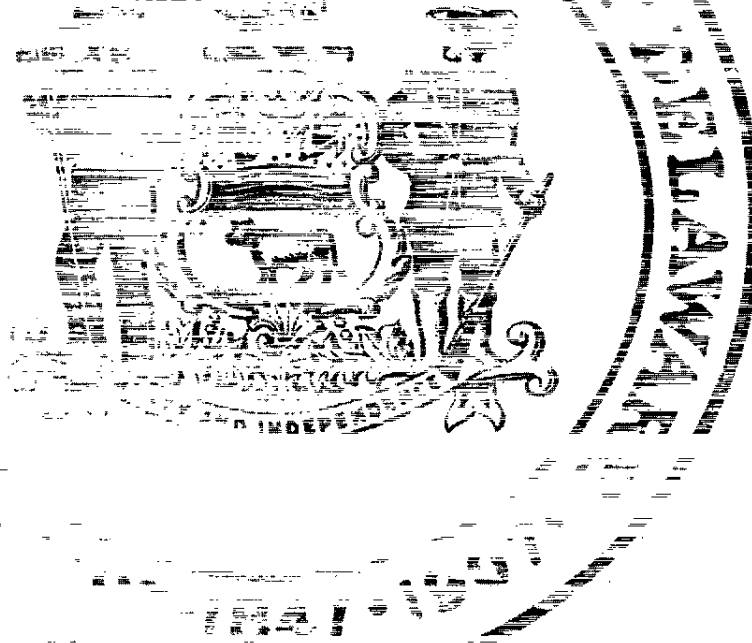
State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "A98 SENIOR L.L.C." 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 FOURTH DAY OF DECEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2949580 8300

981466163

AUTHENTICATION: 9440888

DATE: 12-04-98

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: A98 SENIOR L.L.C.

2. The name and address of the registered agent and office is:

C T CORPORATION SYSTEM

(Name)

c/o C T CORPORATION, 1200 South Pine Island Road,

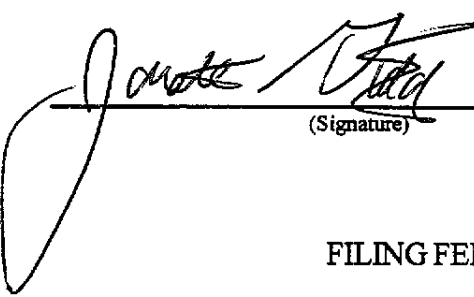
(P.O. Box ~~not~~ acceptable)

Plantation, Florida 33324

(City/State/Zip)

*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.*

C T CORPORATION SYSTEM

  
Jonathan R. Giddings  
Assistant Secretary

(Signature)

12/4/1998  
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of \_\_\_\_\_  
A98 SENIOR L.L.C. \_\_\_\_\_ certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 0.00 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00 ;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 0.00 .  
(This total includes amounts from 2 and 3 above.)



**Signature of a member or authorized representative of a member.**  
(In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

Mark D. Jesse Vice President  
Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**