



THE UNITED STATES
CORPORATION
COMPANY

M99000000380

ACCOUNT NO. : 072100000032

REFERENCE : 170604 4340118

AUTHORIZATION : Patricia Piguet

COST LIMIT : \$ 285.00

ORDER DATE : March 16, 1999

ORDER TIME : 9:39 AM

ORDER NO. : 170604-005

CUSTOMER NO: 4340118

CUSTOMER: Elizabeth Restivo, Legal Asst
Williams, Mullen, Christian &
1021 East Cary Street

Richmond, VA 23219

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 17 AM 11:22

RECEIVED

99 MAR 17 AM 10:35

DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: SENIOR HOUSING, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

1199-380

Name	Patricia Piguet
Availability	
Date	
Examiner	
Updater	
Updater Verifier	
Acknowledgment	
W. R. Verifier	

CONTACT PERSON: Christopher Smith

900002808909-3

**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. Senior Housing, L.L.C.
(Name of foreign limited liability company)
2. Virginia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 54-1931737
(FEI number, if applicable)
4. February 4, 1999
(Date of Organization)
5. 50 years
(Duration: Year limited liability company will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 700 East Main Street, Suite 1626
Richmond, Virginia 23219 (Attn: John L. C. Goode)
(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>John L. C. Goode</u>	<u>Manager</u>	<u></u>	<u></u>
<u>700 E. Main Street</u>		<u></u>	
<u>Suite 1626</u>		<u></u>	
<u>Richmond, VA 23219</u>		<u></u>	
<u></u>		<u></u>	
<u></u>		<u></u>	
<u></u>		<u></u>	
<u></u>		<u></u>	
<u></u>		<u></u>	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 17 AM 11:22

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

The undersigned member or authorized representative of a member of Senior Housing, L.L.C.

_____ certifies: _____

1) the above named limited liability company has at least one member; _____

2) the total amount of cash contributed by the member(s) is _____ \$ 100⁰⁰;

3) if any, the agreed value of property other than cash contributed by member(s) is _____ \$ - 0 -;
(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 _____ \$ 100⁰⁰.
(This total includes amounts from 2 and 3 above.)



Signature of a member or an 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.)

John L. C. Goode

Typed or printed name of signee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 17 AM 11:22

Filing Fee: \$250.00 for Application and Affidavit

**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:

Senior Housing, L.L.C.

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

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

City/State/Zip

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 17 AM 11:22

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.

By: Carol K. Dolan

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the
Commission:

a Virginia Limited Liability Company certificate was filed in this office
on February 04, 1999 by SENIOR HOUSING, L.L.C..

a certificate of cancellation has not been filed in this office by SENIOR
HOUSING, L.L.C..

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: March 10, 1999

Joel H. Beck

Clerk of the Commission