

Filing Fee: \$75.00

ID Number: 000149139



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED LIABILITY COMPANY

2012 MAY 16 AM 10:24
SECRETARY OF STATE
CORPORATIONS DIV

**CERTIFICATE OF CANCELLATION OF
REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to the provisions of Section 7-16-53 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited liability company hereby cancels its registration to transact business in the State of Rhode Island, and for that purpose submits the following statement:

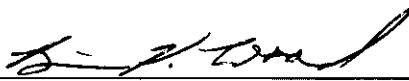
1. The name of the limited liability company is:
VTR Lincoln Place, LLC
2. It is organized under the laws of Delaware
3. It is not transacting business in the state of Rhode Island.
4. It hereby surrenders its authority to transact business in the state of Rhode Island.
5. It confirms the authority of the Secretary of State of the State of Rhode Island to accept service of process with respect to claims for relief or causes of action arising out of the transaction of business in Rhode Island.
6. The post office address to which the Secretary of State may mail a copy of any process against the limited liability company that may be served on him or her is:
10350 Ormsby Park Place, Suite 300, Louisville, KY 40220, Attn: Legal Dept.

Under penalty of perjury, I declare and affirm that I have examined this Certificate of Cancellation of Registration and that all statements contained herein are true and correct.

Date: 5/11/12

VTR Lincoln Place LLC

Print Exact Name of Limited Liability Company

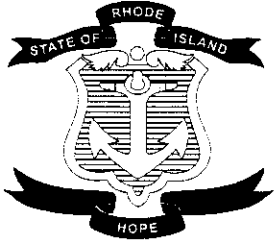
By 
Signature of Authorized Person

FILED

MAY 16 2012

Form No. 452
Revised: 12/05

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STATE OF RHODE ISLAND AND
PROVIDENCE PLANTATIONS
DEPARTMENT OF ADMINISTRATION
DIVISION OF TAXATION
ONE CAPITOL HILL
PROVIDENCE, RI 02908

DANA BAKER
10350 ORMSBY PARK PLACE STE 300
LOUISVILLE, KY 40223

149139

2012 MAY 16 AM 10:24
SECRETARY OF STATE
CORPORATIONS DIV

LETTER OF GOOD STANDING

It appears from our records that **VTR LINCOLN PLACE LLC** has filed all the required returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of **05/04/2012** regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the above named corporation for the purpose of:

WITHDRAWAL DUE TO MERGER

Very truly yours,

David M. Sullivan
Tax Administrator

Steven A. Cobb
Chief Revenue Agent
Office Audit and Discovery

FILED

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State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

