

Filing Fee: \$75.00

ID Number: 160331



**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

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV  
018 AUG 12 PM 12:05

**LIMITED LIABILITY COMPANY**

**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:  
B-VII New England 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:  
Benchmark Senior Living - Legal Department, 201 Jones Road, Suite 300 West, Waltham, MA 02451

7. The date this Certificate of Cancellation is to become effective, if later than the date of filing, is:

(not prior to, nor more than 30 days after, the filing of this Certificate of Cancellation)

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: 8/11/16

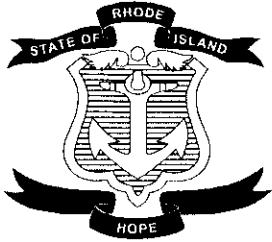
B-VII New England LLC  
Print Exact Name of Limited Liability Company

By *Christina M. P...*  
Signature of Authorized Person

FILED

AUG 12 2016

By 281242  
A.A. 12:05 p.m.



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

MELISSA SOLOMON  
SENIOR ATTORNEY  
BENCHMARK SENIOR LIVING  
201 JONES ROAD – THIRD FLOOR WEST  
WALTHAM, MA 02451

I.D. # 160331

## LETTER OF GOOD STANDING

It appears from our records that **B-VII NEW ENGLAND LLC** has filed all the required returns due for this letter of good standing and paid all known tax liabilities as of this date. **B-VII NEW ENGLAND LLC** is in good standing with the Rhode Island Division of Taxation as of **07/22/2016**. This letter of good standing is expressly conditional and may be based upon unaudited returns, subject to future audit.

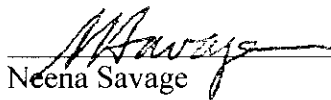
This Letter of Good Standing does not cover any violation of chapter 20 of Title 44 that has occurred within the last thirty (30) days and any resulting assessments and/or license suspension which have not yet issued from the Division for such violation(s). Any subsequent application for a license or permit may be denied in accordance with R.I. Gen. Laws § 44-20-4.1.

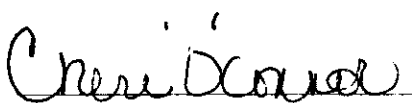
This letter is issued pursuant to the request of the above named corporation for the purpose of:

## CANCELLATION

This letter of good standing is valid only for the specific reason listed above, and is not valid for any other reason(s).

Very truly yours,

  
Neena Savage  
Acting Tax Administrator

  
Cheri O'Connor  
Supervising Revenue Officer  
Compliance and Collections

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV  
016 AUG 12 PM 12:03

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DLN: 1448593001



State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, 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 handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea  
*Secretary of State*

