TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: CHANGE OF NAME EFFECTIVE OCTOBER 26, 2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SUNRISE IV SENIOR LIVING		10/23/2009	LIMITED LIABILITY
HOLDINGS, LLC			COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Fountains Senior Living Holdings, LLC	
Street Address:	75 FOURTEENTH STREET	
Internal Address:	24TH FLOOR	
City:	ATLANTA	
State/Country:	GEORGIA	
Postal Code:	30309	
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE	

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2498086	THE FOUNTAINS
Registration Number:	2871243	THE BEST MOVE FOR YOUR LIFE
Registration Number:	2967111	WE'RE CREATING EXTRAORDINARY COMMUNITIES WHERE PEOPLE CHOOSE TO BE.

CORRESPONDENCE DATA

Fax Number: (212)556-2222

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (212) 556-2100

Email: nytrademarks@kslaw.com

Correspondent Name: Keith E. Sharkin

Address Line 1: 1185 Avenue of the Americas

Address Line 2: King & Spalding LLP

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 05241-230001

TRADEMARK

REEL: 004162 FRAME: 0684

7498086

900156485

NAME OF SUBMITTER:	Keith E. Sharkin
Signature:	/Keith E. Sharkin/
Date:	03/05/2010
Total Attachments: 7 source=10262009#page1.tif source=10262009#page2.tif source=10262009#page3.tif source=10262009#page4.tif source=10262009#page5.tif source=10262009#page6.tif source=10262009#page7.tif	



PAGE

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "SUNRISE IV SENIOR LIVING HOLDINGS, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE EIGHTEENTH DAY OF FEBRUARY, A.D. 2005, AT 11:04 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.

3928365 8100H

060063569

Darriet Smith Windson

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4468335

DATE: 01-23-06

CERTIFICATE OF FORMATION

OF

SUNRISE IV SENIOR LIVING HOLDINGS, LLC

The undersigned, an authorized person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is: Sunrise IV Senior Living Holdings, LLC.

SECOND: The address of the limited liability company's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, in the County of New Castle. The name of the limited liability company's registered agent for service of process in the State of Delaware at such address is The Corporation Trust Company.

THIRD: The powers of the authorized person shall terminate upon the filing of this Certificate of Formation.

Executed on February 18, 2005

Ву:	/s/ John Gaul
Name:	John Gaul Authorized Person

State of Delaware Secretary of State Division of Corporations Delivered 11:15 NN 02/18/2005 FILED 11:04 FM 02/18/2005 SRY 050135588 - 3928365 FILE

///DC - 63844/0838 - 20639937 VI

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SUNRISE IV SENIOR LIVING HOLDINGS, LLC", CHANGING ITS NAME FROM "SUNRISE IV SENIOR LIVING HOLDINGS, LLC" TO "FOUNTAINS SENIOR LIVING HOLDINGS, LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2009, AT 8 O'CLOCK A.M.

3928365 8100

090957721

You may verify this certificate online at corp. delaware.gov/authver.shtml

AUTHENTY CATION: 7598667

DATE: 10-23-09

State of Delaware Secretary of State Division of Corporations Delivered 08:02 AM 10/23/2009 FILED 08:00 AM 10/23/2009 SRV 090957721 - 3928365 FILE

CERTIFICATE OF AMENDMENT

OF THE

CERTIFICATE OF FORMATION

OP

SUNRISE IV SENIOR LIVING HOLDINGS, LLC

FIRST: The name of the limited liability company (hereinafter, the "Company") is Sunrise IV Senior Living Holdings, LLC.

SECOND: The certificate of formation of the Company is hereby amended by striking out article First thereof and by substituting in lieu of said article the following new article

"FIRST. The name of the limited liability company (hereinafter called the "limited liability company") is Fountains Senior Living Holdings, LLC."

Sunrise IV Senior Living Holdings, LLC

By. US Senior Living Investments, LLC, its sole maniber

By

Jill A Russo Vice President

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT

COPY OF THE CERTIFICATE OF CORRECTION OF "FOUNTAINS SENIOR

LIVING HOLDINGS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH

DAY OF OCTOBER, A.D. 2009, AT 7:39 O'CLOCK P.M.

3928365 8100

090965346

You may verify this certificate online at corp. delawere.gov/authver.shtml

Jeffrey W Bullock, Secretary of State
AUTHENTY CATION: 7604284

DATE: 10-27-09

State of Delaware Secretary of State Division of Corporations Delivered 07:39 PM 10/26/2009 FILED 07:39 PM 10/26/2009 SRV 090965346 - 3928365 FILE

State of Delaware Certificate of Correction of a limited Liability Company to be filed pursuant to Section 18-211(a)

- The name of the Limited Liebility Company is Fountains Senior Living Holdings, LLC (the "Company").
- 2. That a Certificate of Amendment of the Certificate of Formation of the Company (the "Certificate") was filed by the Secretary of State of Delaware on October 23, 2009 and that said Certificate requires correction as permitted by Section 18-211 of the Limited Liability Company Act.
- Due to a failure to meet the conditions for filing the Certificate, the Cortificate was filed prematurely; therefore, the Certificate should be corrected by adding an Article Third to include an effective filing date.
- The Certificate is hereby corrected to include an Article Third as follows:

"THIRD: The effective date of this Cortificate of Amendment of the Certificate of Formation of the Company shall be October 26, 2009."

[See arrached signature page]

OCT-26-2009 18:47 KING & SPALDING P.013

IN WITNESS WHEREOF, the undersigned has executed this Certificate on October 26, 2009.

FOUNTAINS SENIOR LIVING HOLDINGS, LLC

By: Sunrisc Senior Living Investments, Inc.,

its managing member

Name: Title:

David Haddock

Vice Provident and Socre

TRADEMARK REEL: 004162 FRAME: 0692

RECORDED: 03/08/2010