

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|  |  |   |                                     |
|--|--|---|-------------------------------------|
| <b>SUBMISSION TYPE:</b>                |  | NEW ASSIGNMENT  |                                     |
| <b>NATURE OF CONVEYANCE:</b>           |  | CHANGE OF NAME EFFECTIVE OCTOBER 26, 2009                           |                                     |
| <b>CONVEYING PARTY DATA</b>            |  |   |                                     |
| <b>Name</b>                            | <b>Formerly</b>  | <b>Execution Date</b>   | <b>Entity Type</b>                  |
| SUNRISE IV SENIOR LIVING HOLDINGS, LLC |  | 10/23/2009  | LIMITED LIABILITY COMPANY: DELAWARE |
| <b>RECEIVING PARTY DATA</b>            |  |   |                                     |
| <b>Name:</b>                           | Fountains Senior Living Holdings, LLC  |   |                                     |
| <b>Street Address:</b>                 | 75 FOURTEENTH STREET   |   |                                     |
| <b>Internal Address:</b>               | 24TH FLOOR   |   |                                     |
| <b>City:</b>                           | ATLANTA  |   |                                     |
| <b>State/Country:</b>                  | GEORGIA  |   |                                     |
| <b>Postal Code:</b>                    | 30309  |   |                                     |
| <b>Entity Type:</b>                    | LIMITED LIABILITY COMPANY: DELAWARE  |   |                                     |
| <b>PROPERTY NUMBERS Total: 3</b>       |  |   |                                     |
| <b>Property Type</b>                   | <b>Number</b>  | <b>Word Mark</b>  |                                     |
| <b>Registration Number:</b>            | 2498086  | THE FOUNTAINS   |                                     |
| <b>Registration Number:</b>            | 2871243  | THE BEST MOVE FOR YOUR LIFE   |                                     |
| <b>Registration Number:</b>            | 2967111  | WE'RE CREATING EXTRAORDINARY COMMUNITIES WHERE PEOPLE CHOOSE TO BE. |                                     |
| <b>CORRESPONDENCE DATA</b>             |  |   |                                     |
| <b>Fax Number:</b>                     | (212)556-2222  |   |                                     |
|  | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |   |                                     |
| <b>Phone:</b>                          | (212) 556-2100   |   |                                     |
| <b>Email:</b>                          | nytrademarks@kslaw.com   |   |                                     |
| <b>Correspondent Name:</b>             | Keith E. Sharkin   |   |                                     |
| <b>Address Line 1:</b>                 | 1185 Avenue of the Americas  |   |                                     |
| <b>Address Line 2:</b>                 | King & Spalding LLP  |   |                                     |
| <b>Address Line 4:</b>                 | New York, NEW YORK 10036   |   |                                     |
| <b>ATTORNEY DOCKET NUMBER:</b>         | 05241-230001   |   |                                     |

CH \$90.00 2498086

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

# Delaware

PAGE 1

*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.

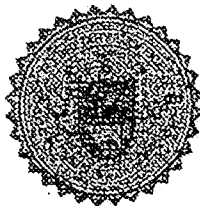
THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4468335

DATE: 01-23-06

TRADEMARK  
REEL: 004162 FRAME: 0686



# Delaware

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*The First State*

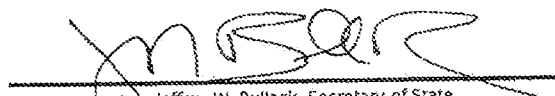
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SUNRISE IV SENIOR LIVING HOLDINGS, LLC", CHANGING ITS NAME FROM "SUNRISE IV SENIOR LIVING HOLDINGS, LLC" TO "FOUNTAINS SENIOR LIVING HOLDINGS, 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](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7598667

DATE: 10-23-09

TRADEMARK  
REEL: 004162 FRAME: 0688

CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF FORMATION  
OF  
SUNRISE IV SENIOR LIVING HOLDINGS, LLC

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

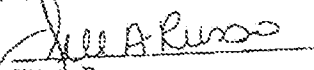
SECOND. The certificate of formation of the Company is hereby amended by striking out article First thereof and by substituting in lieu of said article the following new article

"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 member

By

  
Jill A. Russo  
Vice President

# Delaware

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*The First State*

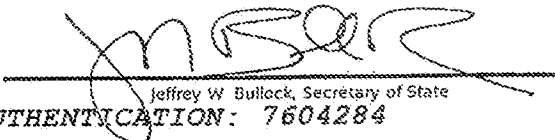
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CORRECTION OF "FOUNTAINS SENIOR LIVING HOLDINGS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2009, AT 7:39 O'CLOCK P.M.



3928365 8100

090965346

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7604284

DATE: 10-27-09

TRADEMARK  
REEL: 004162 FRAME: 0690

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

1. The name of the Limited Liability 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.
3. Due to a failure to meet the conditions for filing the Certificate, the Certificate was filed prematurely; therefore, the Certificate should be corrected by adding an Article Third to include an effective filing date.
4. The Certificate is hereby corrected to include an Article Third as follows:  
  
"THIRD: The effective date of this Certificate of Amendment of the Certificate of Formation of the Company shall be October 26, 2009."

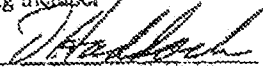
[See attached signature page]



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

FOUNTAINS SENIOR LIVING HOLDINGS, LLC

By: Sunrise Senior Living Investments, Inc.,  
its managing member

By: 

Name: David Haddock  
Title: Vice President and Secretary