

**Commonwealth of Kentucky**  
**Alison Lundergan Grimes, Secretary of State**

LARP

**0778874**

**Alison Lundergan Grimes**

**KY Secretary of State**

**Received and Filed**

**7/2/2012 3:20:12 PM**

**Fee receipt: \$15.00**

Alison Lundergan Grimes  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
(502) 564-3490  
<http://www.sos.ky.gov>

**Annual Report  
Online Filing**

**ARP**

**Company:** WG SPRINGDALE SH, LLC  
**Company ID:** 0778874  
**State of origin:** Delaware  
**Formation date:** 1/6/2011 12:00:00 AM  
**Date filed:** 7/2/2012 3:20:12 PM  
**Fee:** \$15.00

**Principal Office**

10350 ORMSBY PARK PLACE  
SUITE 300  
LOUISVILLE, KY 40223

**Registered Agent Name/Address**

CT CORPORATION SYSTEM  
306 W. MAIN STREET, SUITE 512  
FRANKFORT, KY 40601

**Members/Managers**

|        |                                              |                                                    |
|--------|----------------------------------------------|----------------------------------------------------|
| Member | Ventas AOC Operating Holdings, Inc.<br>40223 | 10350 Ormsby Park Place, Suite 300, Louisville, KY |
|--------|----------------------------------------------|----------------------------------------------------|

**Signatures**

|                  |                    |
|------------------|--------------------|
| <b>Signature</b> | Brian K. Wood      |
| <b>Title</b>     | Sr. Vice President |