

**A 06 523**

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

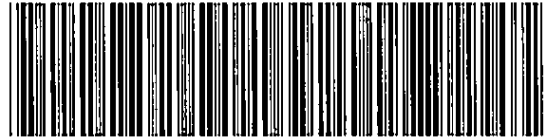
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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06/20/19--01026--001 \*\*35.00

07/12/19--01026--001 \*\*35.00

FILED

19 JUL 10 AM 9:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUL 12 2019  
S. YOUNG



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 1, 2019

BADIANA GARCIA  
STOK KON + BRAVERMAN  
1 EAST BROWARD BLVD STE 915  
FORT LAUDERDALE, FL 33301

SUBJECT: VILLAGE OAKS ASSOCIATES, LTD.  
Ref. Number: A06523

We have received your document for VILLAGE OAKS ASSOCIATES, LTD. and check(s) totaling \$35.00. However, the document has not been filed and is being returned for the following reason(s):

There is a balance due of \$17.50. Please return a copy of this letter to ensure your money is properly credited.

The form you submitted is for a CORPORATION, but your entity is a LIMITED PARTNERSHIP. Please complete and return the enclosed blank form(s).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Shelia H Young  
Regulatory Specialist II

Letter Number: 219A00013257

2019 JUL 10 PM 3:03

RECEIVED

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Village Oaks Associates, LTD.  
Name of Florida Limited Partnership or Limited Liability Limited Partnership

DOC A DL6523

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Badiana Hernandez  
Contact Person

Foremost Title & Escrow  
Firm/Company

1 East Broward Blvd, Suite 915  
Address

Ft. Lauderdale, FL 33301  
City, State and Zip Code

same as on record  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Badiana Hernandez at ( 954 ) 237-1777  
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$52.50 Filing Fee     \$61.25 Filing Fee and Certificate of Status     \$105.00 Filing Fee and Certified Copy     \$113.75 Filing Fee, Certified Copy, and Certificate of Status

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**RECEIVED**  
JUL 10 2019

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19 JUL 10 AM 9:33

OFFICE OF THE CLERK  
TALLAHASSEE, FLORIDA

SEVENTH AMENDMENT TO  
CERTIFICATE OF LIMITED  
PARTNERSHIP OF  
VILLAGE OAKS ASSOCIATES, LTD.

This SEVENTH AMENDMENT (this "Amendment") TO THE CERTIFICATE OF LIMITED PARTNERSHIP OF VILLAGE OAKS ASSOCIATES, LTD., a Florida limited partnership (the "Partnership") is entered into this 14th day of June, 2019.

RECITALS

WHEREAS, on or about May 17, 1978, the Partnership executed a certificate of Limited Partnership (which, together with any subsequent amendments and modifications thereto shall hereinafter be referred to as the "Partnership Agreement"); and,

WHEREAS, the parties hereto wish to amend the Partnership Agreement as set forth herein.

CONSIDERATION

In consideration of the mutual covenants and agreements contained herein and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties mutually covenant and agree to modify the Partnership Agreement as follows:

AGREEMENT

1. Definitions. Capitalized terms used herein, but not otherwise defined, shall have the same meaning ascribed to them in the Partnership Agreement.

2. Recitals. Each and every one of the foregoing recitals are true and correct and are hereby incorporated herein by this referenced.

3. Amendments. The following changes are hereby made to the Partnership Agreement:

a. The Partnership Agreement is hereby modified to reflect that, as of March 17, 2005, the Partnership has been managed by co-General Partners (which shall, collectively, be defined as the "General Partner" for purposes of the Partnership Agreement), as identified below:

Village Oaks Apartments Realty Corp., a Florida corporation, with a 0.5% general partners' interest

Village Oaks Realty-II, Inc., a Florida corporation, with a 0.5% general partners' interest

Both of which have an address of 6431 Cow Pen Road, Miami Lakes, FL 33014

b. Notwithstanding the foregoing, the Partnership hereby ratifies, confirms and adopts all actions taken by either of the entities comprising the General Partner, whether independently or collectively and acknowledges that all such actions were performed with the consent of the Partnership.

4. Conflict. In the event of any conflict between the terms of this Amendment and the Partnership Agreement, the terms of this Amendment shall control. Terms not defined in this Amendment shall have the same meaning as set forth in the Partnership Agreement. To the extent not in conflict herewith, all of the other terms and conditions of the Partnership Agreement shall remain in full force and effect.

5. Counterparts. This Amendment may be executed in several counterparts, via facsimile, or via PDF each of which shall be deemed an original, and all such counterparts shall together constitute one in the same instrument.

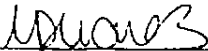
6. Authority. Each of the persons executing this Amendment on behalf of any party hereto covenant and warrant that: (i) such party is a duly authorized existing entity qualified to do business in the State of Florida (ii) such party has full right and authority to enter into this Amendment and each of the persons executing this Amendment on behalf of any entity is authorized to do so; and (iii) This Amendment constitutes a valid and legally binding obligation of such party, enforceable in accordance with its terms.

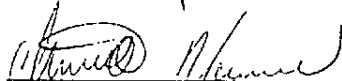
7. Miscellaneous. This Amendment shall be binding upon and inure to the benefit of, the parties hereto and their respective successors. This Amendment shall be governed and construed in accordance with the laws of the state of Florida.

***[THIS SPACE HAS BEEN INTENTIONALLY LEFT BLANK.  
SIGNATURES ARE ON THE FOLLOWING PAGE]***

IN WITNESS WHEREOF, the parties hereto have executed this Amendment on the day and year first written above.

WITNESSES:

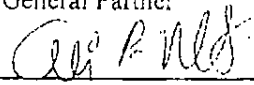
  
Print Name: Yamil Seid

  
Print Name: Christine Verdaren

PARTNERSHIP: Village Oaks Associates, Ltd., a Florida limited partnership

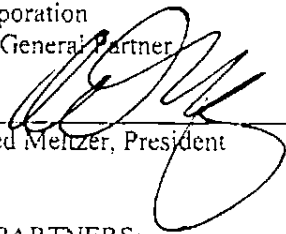
BY: Village Oaks Realty-II, Inc., a Florida corporation

ITS: Co-General Partner

BY:   
Ariel P. Meltzer, President

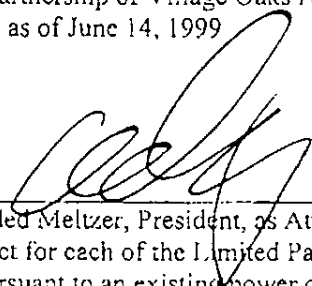
BY: Village Oaks Apartments Realty Corp., a Florida corporation

ITS: Co-General Partner

BY:   
Oded Meltzer, President

LIMITED PARTNERS:

The undersigned Limited Partner of VILLAGE OAKS ASSOCIATES, LTD. hereby consents to and agrees to be bound by the terms and conditions of the Seventh Amendment to Certificate of Limited Partnership of Village Oaks Associates, Ltd. dated as of June 14, 1999

BY:   
Oded Meltzer, President, as Attorney-in-Fact for each of the Limited Partners pursuant to an existing power of attorney