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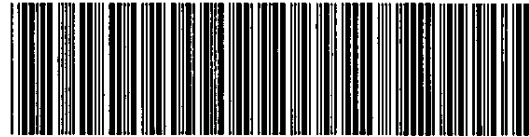
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR - 4 2013
T. HAMPTON

MARCH 25, 2014

GENTLEMEN.

PLEASE RETURN RECORDED
ORIGINAL TO:

DEERWOOD GAINESVILLE PARTNERS, LTD
C/O BRYAN THOMAS, ESQ
242 CHASE AVE
WINTER PARK, FL 32789

ANY PROBLEMS, PLEASE CONTACT
BRYAN M. THOMAS, ESQ
407.342.2203

Bthomas43@outlook.com

Thanks,



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**SEVENTH AMENDMENT TO
RESTATED AND AMENDED AGREEMENT
AND CERTIFICATE OF LIMITED PARTNERSHIP
OF
DEERWOOD GAINESVILLE PARTNERS, LTD.**

THIS SEVENTH AMENDMENT TO RESTATED AND AMENDED AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP OF DEERWOOD GAINESVILLE PARTNERS, LTD. is made and entered this 25TH Day of March, 2014, by and among BEKAERT HOLDINGS, INC., a Florida corporation, as Substitute General Partner, and MARJORIE BEKAERT THOMAS, as sole Limited Partner and EVA BIANCO, as Withdrawing Class A Limited Partner.


WITNESSETH:

1. The original RESTATED AND AMENDED AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP OF DEERWOOD GAINESVILLE PARTNERS, LTD. was filed with the Secretary of State of Florida on August 9, 1991.
2. Subsequently there have been six amendments thereto duly filed with the Secretary of State of Florida.
3. The parties wish to further amend the RESTATED AND AMENDED AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP of DEERWOOD GAINESVILLE PARTNERS, LTD. as more fully set out herein.

NOW, THEREFORE, the parties agree as follows:

1.

OWNERSHIP OF LIMITED PARTNERSHIP INTERESTS

EVA BIANCO, surviving spouse of THOMAS BIANCO who died on August 4, 2008 as memorialized in that certain Florida Certificate of Death filed in the Office of Vital Statistics under file number 2008 107451, Public Records of the State of Florida, hereby quitclaims all interest, estate, claim of ownership or title to limited partnership or other interest in DEERWOOD GAINESVILLE PARTNERS, LTD. to MARJORIE BEKAERT THOMAS effective August 4, 2008. Said EVA BIANCO affirmatively represents that she and said THOMAS BIANCO were married in Orange County, Florida on December 31, 1993 and that they remained husband and wife continuously thereafter. 

Upon THOMAS BIANCO's death, all of THOMAS BIANCO's right, title and interest in DEERWOOD GAINESVILLE PARTNERS, LTD. became vested in EVA BIANCO, such that upon EVA BIANCO's transfer of all of her right, title and interest in DEERWOOD GAINESVILLE PARTNERS, LTD. to MARJORIE BEKAERT THOMAS as provided hereunder, MARJORIE BEKAERT THOMAS became the sole Class A Limited Partner of DEERWOOD GAINESVILLE PARTNERS, LTD. and the sole Class B Limited Partner of DEERWOOD Gainesville partners, LTD.

2.

AMENDMENT OF THIRD AMENDMENT of RESTATED AND AMENDED
AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP OF DEERWOOD
GAINESVILLE PARTNERS, LTD.

Section I of the aforesaid Third Amendment is hereby deleted in its entirety.

3.

AMENDMENT OF ARTICLE XIV OF RESTATED AND AMENDED AGREEMENT
AND CERTIFICATE OF LIMITED PARTNERSHIP OF DEERWOOD GAINESVILLE
PARTNERS, LTD.

Article XIV of RESTATED AND AMENDED AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP OF DEERWOOD GAINESVILLE PARTNERS, LTD. is hereby amended to provide:

"The withdrawal, dissolution, resignation, liquidation, bankruptcy, insolvency or removal of the GENERAL PARTNER will not result in the dissolution of the Partnership." Any provision of said Article XIV inconsistent with the foregoing shall be of no force and effect. The provisions of Article XIV not inconsistent with the terms identified within quotation marks above shall remain in force and effect.

4.

BINDING EFFECT

The parties hereto agree to be bound to all terms of this Seventh Amendment to RESTATED AND AMENDED AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP OF DEERWOOD GAINESVILLE PARTNERS, LTD. and previous amendments not inconsistent herewith.

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TALLAHASSEE, FLORIDA

eh.

IN WITNESS WHEREOF the parties have executed and deliver the Seventh Amendment to RESTATED AND AMENDED AGREEMENT AND CERTIFICATE OF LIMITED PARTNERSHIP OF DEERWOOD GAINESVILLE PARTNERS, LTD.

Signed, sealed and delivered in the presence of:

SUBSTITUTE GENERAL PARTNER
Bekaert Holdings, Inc.

John C. [Signature]
Kimberly Lynn Groves

By: Marjorie Bekaert Thomas
Marjorie Bekaert Thomas,
President

SOLE LIMITED PARTNER

John C. [Signature]
Kimberly Lynn Groves

By: Marjorie Bekaert Thomas
Marjorie Bekaert Thomas

WITHDRAWING CLASS A LIMITED PARTNER

John C. [Signature]
Kimberly Lynn Groves

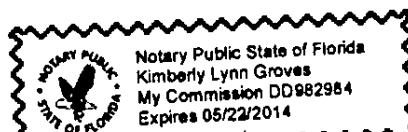
By: Eva Bianco
Eva Bianco

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 25th day of March, 2014 by EVA BIANCO, Withdrawing Class A Limited Partner. She is personally known to me or _____ produced _____ as identification. ✓

Kimberly Lynn Groves
Notary Public
Kimberly Lynn Groves
Printed Name

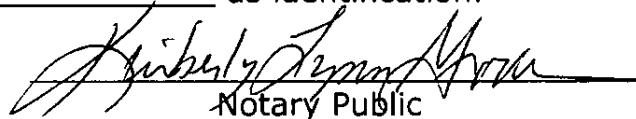
My Commission Expires: 05/22/14



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STATE OF FLORIDA
COUNTY OF ORANGE

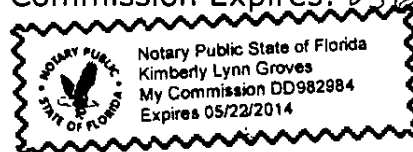
The foregoing instrument was acknowledged before me this 25th day of March, 2014 by MARJORIE BEKAERT THOMAS, as President of Bekaert Holdings, Inc., a Florida corporation, SUBSTITUTE GENERAL PARTNER of DEERWOOD GAINESVILLE PARTNERS LTD. She is ☒ personally known to me or _____ produced _____ as identification.


Notary Public

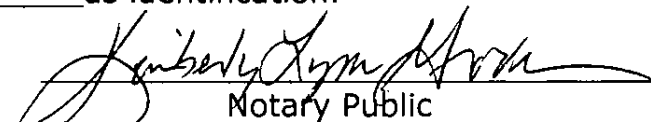
Kimberly Lynn Groves
Printed Name

My Commission Expires: 05/22/14

STATE OF FLORIDA
COUNTY OF ORANGE

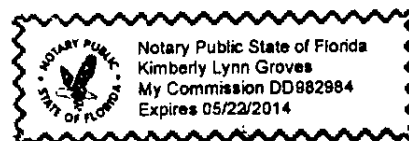


The foregoing instrument was acknowledged before me this 25th day of March, 2014 by MARJORIE BEKAERT THOMAS, as sole Limited Partner of DEERWOOD GAINESVILLE PARTNERS LTD. She is ☒ personally known to me or _____ produced _____ as identification.


Notary Public

Kimberly Lynn Groves
Printed Name

My Commission Expires: 05/22/14



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