

A96000002411

Division of Corporations

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Florida Department of State
Division of Corporations
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From:
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Attn: Tami Passley

2007 JAN 19 PM 5:00
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

PALMETTO DUNES, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	02
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January 22, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

PALMETTO DUNES, LTD.
P.O. BOX 4961
ORLANDO, FL 32802-4961

SUBJECT: PALMETTO DUNES, LTD.
REF: A96000002411

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6097.

Marsha Thomas
Document Specialist

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
PALMETTO DUNES, LTD.**

The undersigned withdrawn General Partner and newly admitted General Partner of **PALMETTO DUNES, LTD.**, a Florida limited partnership (the "Partnership"), pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Section 620.109, Florida Statutes, hereby make and file with the Florida Department of State this Certificate of Amendment to Certificate of Limited Partnership for the purpose of amending the Certificate of Limited Partnership of the Partnership as originally filed with the Florida Department of State on December 23, 1996, and assigned limited partnership number A96000002411.

1. General Partner. Palmetto Dunes, Inc., a Florida corporation and the original General Partner of the Partnership, has transferred its entire interest in the Partnership to BRM Palmetto Dunes, LLC, a Florida limited liability company, which has been admitted as a General Partner of the Partnership, and Palmetto Dunes, Inc. has withdrawn as a General Partner. Accordingly, the sole General Partner of the Partnership is BRM Palmetto Dunes, LLC, whose address is 707 Mendham Boulevard, Suite 201, Orlando, Florida 32825.
2. Registered Agent. The name and address of the registered agent for service of process on the Partnership is:

<u>Name</u>	<u>Address</u>
Jill Lager	1665 Palm Beach Lakes Blvd. Suite 400 West Palm Beach, Florida 33401

3. Partnership Mailing Address. The mailing address of the Partnership is:

Address
707 Mendham Boulevard, Suite 201
Orlando, Florida 32825

4. This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

EXECUTED this 31st day of December, 2006.

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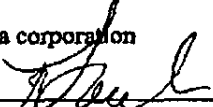
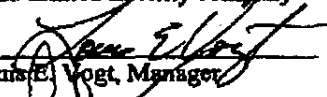
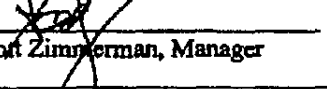
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WITHDRAWN GENERAL PARTNER:	NEW GENERAL PARTNER:
PALMETTO DUNES, INC., a Florida corporation By: <u></u> Name: <u>THOMAS LAWLER</u> Its: <u>vice pres</u>	BRM PALMETTO DUNES, LLC a Florida limited liability company By: <u></u> Louis E. Vogt, Manager By: <u></u> Scott Zimmerman, Manager

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ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Jill Lager, Registered Agent

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