

Division of Corporations

B110000200

Florida Department of State
Division of Corporations
Filing Office

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H12000082535 3)))



H12000082535ABC-

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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

AMY J. PATTERSON
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 540-2699

RECEIVED
12 JUN - 8 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: amy.patterson@cnl.com

*** Please coordinate with fax audit # H120000825363**

LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION
CNLSUN TWO MCCANDLESS PA SENIOR LIVING, LP

Certificate of Status	0
Certified Copy	0
Page Count	916
Estimated Charge	\$52.50

D. BRUCE

JUN 11 2012

EXAMINER

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**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:

CNLSun Two McCandless PA Senior Living, LP

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: October 24, 2011

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

CLPSun Two McCandless PA Senior Living, LP

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

CLPSun Two Pool One GP, LLC

450 S. Orange Avenue

Orlando, FL 32801

M11000005321

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TALLAHASSEE, FLORIDA

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

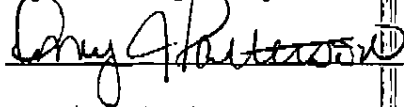
- ☐ The entity elects to be a limited liability limited partnership.
- ☐ The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:



Typed or printed name:

Amy J. Patterson, Authorized Representative of General Partner

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

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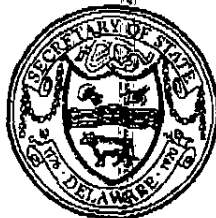
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Delaware

PAGE 1

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 "CNLSUN TWO MCCANDLESS PA SENIOR LIVING, LP", CHANGING ITS NAME FROM "CNLSUN TWO MCCANDLESS PA SENIOR LIVING, LP" TO "CLPSUN TWO MCCANDLESS PA SENIOR LIVING, LP", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF JANUARY, A.D. 2012, AT 4:19 O'CLOCK P.M.



4409488 8100

120075387

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9318474

DATE: 01-25-12

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State of Delaware
Secretary of State
Division of Corporations
Delivered 04:22 PM 01/23/2012
FILED 04:19 PM 01/23/2012
SRV 120075387 - 4409488 FILE

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF LIMITED PARTNERSHIP

OF

CNLSUN TWO MCCANDLESS PA SENIOR LIVING, LP

FIRST. The name of the limited partnership is CNLSUN TWO MCCANDLESS PA SENIOR LIVING, LP (the "Company").

SECOND. Article 1 of the Certificate of Limited Partnership of the Company, filed on 8/17/2007 in the Office of the Secretary of State of the State of Delaware, shall be amended as follows:

The name of the Partnership shall be CLPSun Two McCandless PA Senior Living, LP.

IN WITNESS WHEREOF, the undersigned Authorized Person of the General Partner of the Partnership has executed this Certificate of Amendment to Certificate of Limited Partnership this 23rd day of January, 2012.

By: **METSUN TWO POOL ONE GP, LLC,**
as General Partner

By: /S/ AMY J. PATTERSON

Name: Amy J. Patterson

Title: Authorized Person

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Delaware

PAGE 1

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 "CLPSUN TWO MCCANDLESS PA SENIOR LIVING, LP", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2012, AT 9:31 O'CLOCK A.M.



4409488 8100

120082488

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at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9321837

DATE: 01-25-12

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State of Delaware
Secretary of State
Division of Corporations
Delivered 09:34 AM 01/25/2012
FILED 09:31 AM 01/25/2012
SRV 120082488 - 4409488 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
CLPSUN TWO MCCANDLESS PA SENIOR LIVING, LP**

FIRST: The name of the limited partnership is CLPSun Two McCandless PA Senior Living, LP (the "Partnership").

SECOND: Article 3 of the Certificate of Limited Partnership of the Partnership, filed on August 17, 2007, in the Office of the Secretary of State of the State of Delaware, is hereby amended as follows:

The name and mailing address of each general partner is as follows:

Name

CNLSun Two Pool One GP, LLC

Address

450 S. Orange Avenue
Orlando, FL 32801

IN WITNESS WHEREOF, the undersigned authorized officer of the sole general partner of the Partnership has executed this Certificate of Amendment to Certificate of Limited Partnership this 25th day of January, 2012.

**CNLSUN TWO POOL ONE GP, LLC,
as Sole General Partner of the Partnership**

By: /S/ AMY J. PATTERSON

Name: Amy J. Patterson

Title: Authorized Person