

B16000000145

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

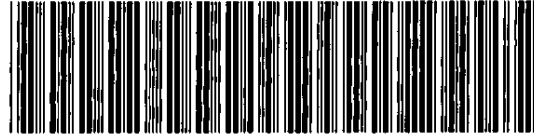
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2017 JUN - 8 AM 8:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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DEPARTMENT OF STATE
17 JUN - 8 AM 10:47

JUN 09 2017
J. HARRIS

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 674391 5138497
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 52.50

ORDER DATE : June 7, 2017
ORDER TIME : 6:05 PM
ORDER NO. : 674391-045
CUSTOMER NO: 5138497

FOREIGN FILINGS

NAME: THE REALTY ASSOCIATES FUND XI,
L.P.

CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT#

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: The Realty Associates Fund XI, L.P.
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Jennifer Syrmis
Contact Person

TA Realty
Firm/Company

28 State Street, 10th Fl
Address
Boston, MA 02109
City, State and Zip Code

Syrmis@tarealty.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jennifer Syrmis at (617) 476-2797
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

**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:
The Realty Associates Fund XI, L.P.

2. Document Number of Foreign Limited Partnership or Limited Liability Limited Partnership: B16000000145

2. The jurisdiction of its formation is: DE

3. The date the entity was authorized to transact business in Florida is: 07/07/2016

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:
The Realty Associates Fund XI Portfolio, L.P.

*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:

<hr/>	<hr/>	<input type="checkbox"/> Add
		<input type="checkbox"/> Remove
		<input type="checkbox"/> Change
<hr/>	<hr/>	<input type="checkbox"/> Add
		<input type="checkbox"/> Remove
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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:

Scott L. Dalrymple

Typed or printed name:

Scott L. Dalrymple, Sr Vice President, Realty Associates Fund XI LLC

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

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 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

Delaware

The First State

Page 1

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 "THE REALTY ASSOCIATES FUND XI, L.P.", CHANGING ITS NAME FROM "THE REALTY ASSOCIATES FUND XI, L.P." TO "THE REALTY ASSOCIATES FUND XI PORTFOLIO, L.P.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF MAY, A.D. 2017, AT 9:19 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF MAY, A.D. 2017 AT 7:58 O'CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

5775822 8100
SR# 20174643806

Authentication: 202672355
Date: 06-07-17

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

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:18 AM 05/24/2017
FILED 09:19 AM 05/24/2017
SR 20173970246 - File Number 5775822

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE REALTY ASSOCIATES FUND XI, L.P.**

This Certificate of Amendment is being filed for the purpose of amending the Certificate of Limited Partnership of The Realty Associates Fund XI, L.P., a Delaware limited partnership (the "Partnership"), as originally filed in the Office of the Secretary of State of the State of Delaware on June 29, 2015 (the "Certificate of Limited Partnership"), pursuant to Section 17-202 of the Delaware Revised Uniform Limited Partnership Act, 6 Del. C. §§ 17-101 et seq.

The undersigned, being all of the general partners of the Partnership, hereby certify as follows:

1. The name of the Partnership is The Realty Associates Fund XI, L.P.
2. The Certificate of Limited Partnership is hereby amended to change the name of the Partnership to "The Realty Associates Fund XI Portfolio, L.P."
3. This Certificate of Amendment shall be effective on May 31, 2017 at 7:58 a.m.


[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the general partners of the Partnership, have duly executed this Certificate of Amendment as of May 24, 2017.

REALTY ASSOCIATES FUND XI, LLC,

By: 
Name: Scott L. Dalrymple
Title: Senior Vice President

REALTY ASSOCIATES FUND XI REIT GP, LLC

By: 
Name: Scott L. Dalrymple
Title: Senior Vice President