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CORPORATION SERVICE COMPANY
1201 Hays Street

Tallhassee, FL 32301 Phone: 850-558-1500

EXAMINER'S INITIALS: \_

CONTACT PERSON: Kadesha Roberson -- EXT# 62980

# AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHIP OF PONCE HARBOR PARTNERS, LTD.

Pursuant to Section 620.1202, Florida Statutes, the Certificate of Limited Partnership of Ponce Harbor Partners, Ltd. (the "Partnership"), originally filed on October 24, 2000, as amended (the "Certificate of Limited Partnership"), is amended as follows:

- 1. The name of the Partnership is Ponce Harbor Partners, Ltd..
- 2. The date of filing the original Certificate of Limited Partnership of the Partnership was October 24, 2000.
- 3. Section 2 of the Certificate of Limited Partnership is hereby amended and replaced in its entirety to read as follows:
  - "2. The address of the office where records will be kept is c/o Lakeside Capital GP, LLC, 30 South Wacker Drive, Suite 2750, Chicago, Illinois 60606. The name and address of the registered agent for service of process is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.
- 4. Lakeside Capital GP, LLC, a Delaware limited liability company (the <u>New General Partner</u>") is substituted as the general partner of the Partnership, replacing the withdrawing general partner ("<u>Withdrawing General Partner</u>"). Section 3 of the Certificate of Limited Partnership is hereby amended and replaced in its entirety to read as follows:
  - "3. The name and business address of the general partner is:

Lakeside Capital GP, LLC 30 South Wacker Drive, Suite 2750 Chicago, Illinois 60606"

- 5. Section 4 of the Certificate of Limited Partnership is hereby amended and replaced in its entirety to read as follows:
  - "4. The street address and the mailing address of the limited partnership is 30 South Wacker Drive, Suite 2750, Chicago, Illinois 60606."
- 6. The foregoing amendment shall become effective when filed with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned parties have executed this Amendment this day of July, 2018.

## WITHDRAWING GENERAL PARTNER:

CED Capital Holdings 2000 I, L.L.C., a Florida limited liability company

By: Brian Spear, Manager

#### NEW GENERAL PARTNER:

Lakeside Capital GP, LLC, a Delaware limited liability company

By: Lakeside Capital Advisors, LP, a Delaware limited partnership, its sole member

> By: LCA GP, LLC, a Delaware limited liability company, its general partner

> > By: \_\_\_\_\_\_\_Name: Michael J. Hornbrook

Title: President

IN WITNESS WHEREOF, the undersigned parties have executed this Amendment this day of July, 2018.

# WITHDRAWING GENERAL PARTNER:

CED Capital Holdings 2000 I, L.L.C., a Florida limited liability company

By:
Brian Spear, Manager

## **NEW GENERAL PARTNER:**

Lakeside Capital GP, LLC, a Delaware limited liability company

By: Lakeside Capital Advisors, LP, a Delaware limited partnership, its sole member

> By: LCA GP, LLC, a Delaware limited liability company, its general partner

> > Name: Michael J. Hornbrook

Title: President