

# A01900

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(Requestor's Name)

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(Address)

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(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

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(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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DIVISION OF CORPORATION  
10 NOV 29 PM 2:52

N. Culligan NOV 30 2010

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** COLLEGE HOUSING, LTD. - DOC. #A01900  
Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

LAURA PIPPIN

Contact Person

ROYAL AMERICAN

Firm/Company

1002 W. 23RD STREET, SUITE 400

Address

PANAMA CITY, FL 32405

City, State and Zip Code

laura.pippin@royal-american.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

LAURA PIPPIN

Name of Contact Person

at ( 850 )

914-3268

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

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SEVENTH AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
COLLEGE HOUSING, LTD.

[Pursuant to the provisions of Section 620.1202, Florida Statutes]

THIS AMENDMENT is made and entered into as of the 23<sup>rd</sup> day of November, 2010, but is accepted by COLLEGE HOUSING, LTD. as of January 1, 2010, by and between (i) JOSEPH F. CHAPMAN, III and ROYAL AMERICAN DEVELOPMENT, INC., (hereinafter referred to as the "General Partners"); (ii) AKERS, DOUGLASS AND ESCUE by the Estate of Richard E. Akers, Donald P. Douglass, and the Estate of Henry M. Escue (hereinafter collectively referred to as the "Assignors"); (iii) PEGGY AKERS (hereinafter referred to as Assignee"); (iv) DONALD P. DOUGLASS (hereinafter referred to as "Assignee") and (v) GAIL ESCUE (hereinafter referred to as "Assignee").

RECITALS:

A. COLLEGE HOUSING, LTD. (hereinafter referred to as the "Partnership") is a Florida limited partnership having filed its original Certificate of Limited Partnership with the Florida Secretary of State on March 23, 1972, assigned Florida document number A01900, and is presently existing pursuant to the Limited Partnership Agreement dated as of January 11, 1972, (hereinafter referred to as the "Partnership Agreement").

B. Pursuant to an Agreement of Assignment and Acceptance, the Assignors assigned and transferred their entire right, title and interest in a 6.25% interest as a Limited Partner of the Partnership to each Assignee, in equal interests of 2.083% each. As a consequence of such assignment and transfer, the Assignors ceased to be Limited Partners of the Partnership.

C. It is the desire of the parties that each Assignee be substituted as Limited Partners of the Partnership to the extent of the 2.083% limited partnership interest assigned to each Assignee by the Assignors, and that pursuant to such desire, the Partnership Agreement be amended to reflect said substitution and the withdrawal of the Assignors as Limited Partners of the Partnership.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned parties agree and certify that the Certificate of Limited Partnership of COLLEGE HOUSING, LTD. is amended to provide as follows:

1. The Assignors hereby withdraw as Limited Partners of the Partnership. The Partnership hereby accepts such withdrawal and the said Assignors shall hereafter cease to be Limited Partners of the Partnership.

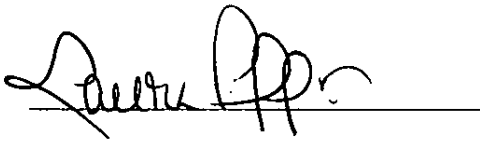
2. Exhibit A of the Partnership Agreement is hereby amended to delete the present Exhibit A and to insert in lieu thereof the Exhibit A attached hereto and incorporated herein by this reference.

3. It is further provided and agreed that each Assignee shall be and hereby is a substitute Limited Partner of the Partnership to the full extent of the 2.083% limited partner interest assigned to each Assignee by the Assignors; (ii) the signing of this Amendment by the parties hereto does and shall constitute the consent of all Partners to said substitution; (iii) any present or future references to the terms "Partner(s)" or "Limited Partner(s)" by the Partnership Agreement, or any amendment thereto, shall be deemed to include each Assignee to the extent of the 2.083% limited partner interest assigned to each Assignee by the Assignors; and (iv) the execution of this Amendment by each Assignee shall constitute the agreements of each as Limited Partners, to all of the terms and provisions of the Partnership Agreement, as amended.

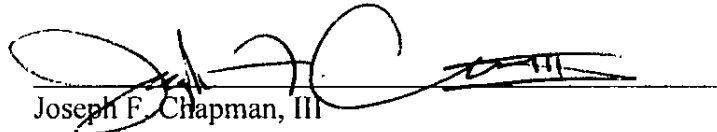
4. Except as hereby amended, the Partnership Agreement of the Partnership is ratified and affirmed in all respects.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment under seal effective as of the date hereinabove first written.

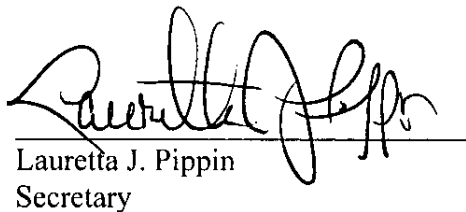
WITNESS:



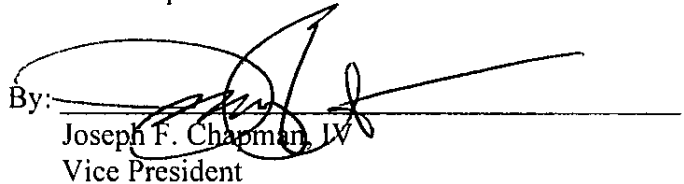
GENERAL PARTNERS:

  
Joseph F. Chapman, III

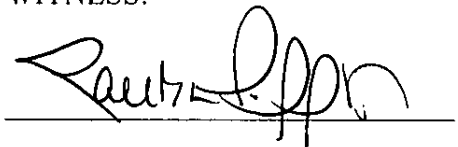
ATTEST:

  
Lauretta J. Pippin  
Secretary


ROYAL AMERICAN DEVELOPMENT, INC.,  
a Florida corporation

By:   
Joseph F. Chapman, IV  
Vice President

WITNESS:



LIMITED PARTNERS:

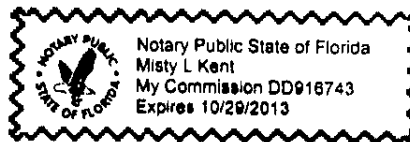
  
Joseph F. Chapman, III  
General Partner  
Attorney-in-Fact

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF BAY        )

The foregoing instrument was acknowledged before me this 23 day of November 2010, by Joseph F. Chapman, IV as Vice President of Royal American Development, Inc., a Florida corporation, who is ( ☒ ) personally known to me or who has (    ) produced photo identification and who executed the foregoing instrument for the uses and purposes therein mentioned and on behalf of said entity.

  
\_\_\_\_\_  
NOTARY PUBLIC

Printed Name: Misty Kent  
Commission No.: DD916743  
Expiring on: 10/29/13

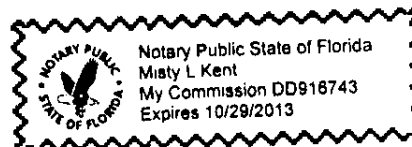


STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF BAY        )

The foregoing instrument was acknowledged before me this 23 day of November, 2010, by Joseph F. Chapman, III, who is ( ☒ ) personally known to me or who has (    ) produced photo identification and who executed the foregoing instrument for the uses and purposes therein mentioned.

  
\_\_\_\_\_  
NOTARY PUBLIC

Printed Name: Misty Kent  
Commission No.: DD916743  
Expiring on: 10/29/13



ASSIGNOR AND WITHDRAWING  
LIMITED PARTNER:

AKERS, DOUGLASS AND ESCUE  
By: ESTATE OF RICHARD E. AKERS

WITNESS:

Alan C. Shepp

By:

Peggy Akers  
Peggy Akers, Personal Representative

WITNESS:

ASSIGNEE AND SUBSTITUTE  
LIMITED PARTNER:

Alan C. Shepp

Peggy Akers  
Peggy Akers

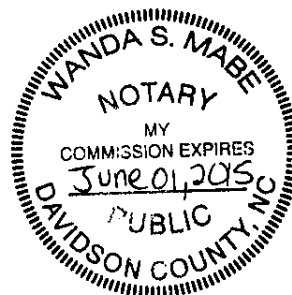
STATE OF North Carolina)  
COUNTY OF Guilford) SS:

The foregoing instrument was acknowledged before me this 18 day of November, 2010 by Peggy Akers, in an individual capacity and as Personal Representative of the Estate of Richard E. Akers, who is (☒) personally known to me or who has ( ) produced photo identification and who executed the foregoing instrument for the uses and purposes therein mentioned.

Wanda S. Mabe  
NOTARY PUBLIC

Printed Name:  
Commission No.:  
Expiring on:

Wanda S. Mabe  
June 01, 2015



ASSIGNOR AND WITHDRAWING  
LIMITED PARTNER:

AKERS, DOUGLASS AND ESCUE  
By: DONALD DOUGLASS

WITNESS:

Mary C Roberts

By: Donald P. Douglass  
Donald Douglass

WITNESS:

ASSIGNEE AND SUBSTITUTE  
LIMITED PARTNER:

Mary C Roberts

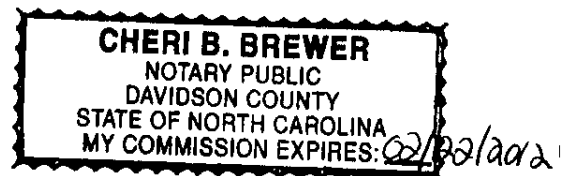
Donald P. Douglass  
Donald Douglass

STATE OF North Carolina  
) SS:  
COUNTY OF Guildford )

The foregoing instrument was acknowledged before me this 11 day of  
November, 2010 by Donald P. Douglass, who is (☒) personally known to me or who has  
( ) produced photo identification and who executed the foregoing instrument for the uses and  
purposes therein mentioned.

Cheri B Brewer  
NOTARY PUBLIC

Printed Name: Cheri B Brewer  
Commission No.: \_\_\_\_\_  
Expiring on: 02/22/2012

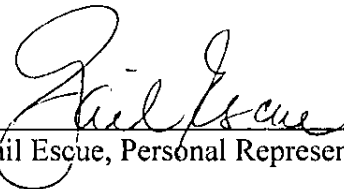


ASSIGNOR AND WITHDRAWING  
LIMITED PARTNER:

AKERS, DOUGLASS AND ESCUE  
By: ESTATE OF HENRY M. ESCUE

WITNESS:



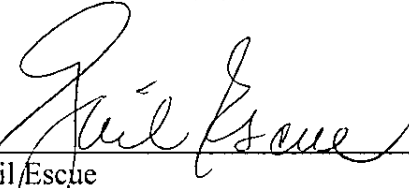
By:   
Gail Escue, Personal Representative

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WITNESS:

ASSIGNEE AND SUBSTITUTE  
LIMITED PARTNER:



  
Gail Escue

STATE OF GA )  
 ) SS:  
COUNTY OF Cobb )

The foregoing instrument was acknowledged before me this 9th day of November, 2010 by Gail Escue, in an individual capacity and as Personal Representative of the Estate of Henry M. Escue, who is ( ) personally known to me or who has (✓) produced photo identification and who executed the foregoing instrument for the uses and purposes therein mentioned.

  
NOTARY PUBLIC

Printed Name: Matt Bollock  
Commission No.: W-00091243  
Expiring on: August 25th, 2014





EXHIBIT A  
COLLEGE HOUSING, LTD.  
CERTIFICATE  
OF  
LIMITED PARTNERSHIP

<u>Name and Address</u>	<u>Percentage of Partnership Interest</u>
<u>GENERAL PARTNERS:</u>	
Joseph F. Chapman, III	1.00%
Royal American Development, Inc.	1.00%
<u>LIMITED PARTNERS:</u>	
Chapman Associates, Ltd.	46.00%
Peggy Akers	2.083%
Donald P. Douglass	2.083%
Gail Escue	2.083%
Roslyn Bennett	6.25%
Norman Cohn	6.25%
Eastwood Investors V, LLC	6.25%
Ralph E. Elliott, Jr.	2.00%
Eugene Feiner	6.25%
Marvin Schlanger	12.50%
Chaim Zelmanowicz	6.25%

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