

Division of Corporations

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Florida Department of State
Division of Corporations
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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION JUL 19 2010
NORTHBRIDGE AT MILLENIA PARTNERS, LTD.

Certificate of Status	1
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EXAMINER

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**AMENDMENT TO AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
NORTHBRIDGE AT MILLENIA PARTNERS, LTD.**

Pursuant to the provisions of §620.1202, Florida Statutes, the undersigned, constituting the former and current general partners of NORTHBRIDGE AT MILLENIA PARTNERS, LTD., a Florida limited partnership (the "Partnership"), submit the following:

1. The current name of the Partnership is NORTHBRIDGE AT MILLENIA PARTNERS, LTD.

2. The date of the filing of the original certificate of limited partnership of the Partnership was April 2, 2002, as amended by that certain Amended and Restated Certificate of Limited Partnership filed on December 31, 2009 (collectively the "Certificate").

3. Paragraph 3 of the Certificate is hereby deleted in its entirety and the following substituted in lieu thereof:

"3. The name and business address of the General Partner is:

CED Capital Holdings 2002 RR, L.L.C., a
Florida limited liability company
700 West Morse Blvd., Suite 220
Winter Park, Florida 32789

The undersigned has hereunto executed this Amendment this 15th day of July, 2010.

FORMER GENERAL PARTNER:

SAS CED CAPITAL HOLDINGS NORTHBRIDGE I
MANAGERS, L.L.C., a Florida limited liability
company

By: Southern Affordable Services, Inc., a Florida
non-profit corporation

By: [Signature]
Name: Scott D. Clark
Title: President

GENERAL PARTNER:

CED CAPITAL HOLDINGS 2002 RR, L.L.C., a Florida
limited liability company

By: _____
Name: Brian Spren
Title: Manager

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002-7735

**AMENDMENT TO AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP OF
NORTHBIDGE AT MILLENIA PARTNERS, LTD.**

Pursuant to the provisions of §620.1201, Florida Statutes, the undersigned, constituting the former and current general partners of NORTHBIDGE AT MILLENIA PARTNERS, LTD., a Florida limited partnership (the "Partnership"), submit the following:

1. The current name of the Partnership is NORTHBIDGE AT MILLENIA PARTNERS, LTD.

2. The date of the filing of the original certificate of limited partnership of the Partnership was April 2, 2002, as amended by that certain Amended and Restated Certificate of Limited Partnership filed on December 31, 2009 (collectively the "Certificate").

3. Paragraph 3 of the Certificate is hereby deleted in its entirety and the following substituted in lieu thereof:

"3. The name and business address of the General Partner is:

CEO Capital Holdings 2002 RR, L.L.C., a
Florida limited liability company
700 West Morse Blvd., Suite 210
Winter Park, Florida 32789

The undersigned has heretofore executed this Amendment this 15th day of July, 2010.

FORMER GENERAL PARTNER

SAS CEO CAPITAL HOLDINGS NORTHBIDGE I
MANAGERS, L.L.C., a Florida limited liability
company.

By: Southern Affordable Services, Inc., a Florida
non-profit corporation

By: _____
Name: Scott D. Clark
Title: President

GENERAL PARTNER

CEO CAPITAL HOLDINGS 2002 RR, L.L.C., a Florida
limited liability company.

By: _____
Name: Brian Green
Title: Manager

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