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Division of Corporations

Page 1 of 1

Florida Department of State
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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
LAUREL OAKS LIMITED PARTNERSHIP

Certificate of Status	0
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**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
LAUREL OAKS LIMITED PARTNERSHIP**

Pursuant to the provisions of §620.1202 and §620.1115, Florida Statutes, this limited partnership, whose certificate was filed with the Florida Department of State on May 5, 2005, adopts the following Amended and Restated Certificate of Limited Partnership (the "Certificate"):

1. The current name of the Partnership is LAUREL OAKS LIMITED PARTNERSHIP (the "Partnership").

2. The address of the office where records shall be kept shall be 2206 Jo-An Drive, Sarasota, Florida 34231. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

3. The name and business address of the General Partner shall be:

AFFORDABLE HOUSING SOLUTIONS FOR FLORIDA, INC.,
a Florida nonprofit corporation
1108 Kane Concourse, Suite 307
Bay Harbor Islands, Florida 33154

N46775

4. The mailing address of the Partnership is 2206 Jo-An Drive, Sarasota, Florida 34231.

5. The period of duration for the Partnership shall be perpetual, unless dissolved in accordance with the terms of the governing partnership agreement of the Partnership.

6. The Partnership hereby elects to not be a limited liability limited partnership.

[SIGNATURES TO FOLLOW ON NEXT PAGE]

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The Certificate has been executed by the undersigned this 29th day of December, 2009.

GENERAL PARTNER:

**AFFORDABLE HOUSING SOLUTIONS FOR
FLORIDA, INC., a Florida nonprofit corporation**

By: Barry Haiman
Barry Haiman, President

The Certificate has been executed by the undersigned this 30 day of December, 2009.

WITHDRAWING GENERAL PARTNER:

BENEFICIAL LAUREL OAKS LLC, a Florida
limited liability company

By: 

Donald W. Paxton, Manager

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for LAUREL OAKS LIMITED PARTNERSHIP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in §620.1114, Florida Statutes.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC., a Florida corporation**

By: Gloria E. Nadal
Gloria E. Nadal, Vice President

Dated this 30th day of December, 2009.

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