

JUL 10, 2015 3:58PM

NO. 4906 PaP. 1 of 1

A0500001276

Florida Department of State
Division of Corporations
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Division of Corporations
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From:

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Fax Number : (727) 820-0835

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**LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
HIDEAWAY PARTNERS, LLLP**

Certificate of Status	0
Certified Copy	1
Page Count	04
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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

HIDEAWAY PARTNERS, LLLP

Insert name currently on file with Florida Department of State

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on June 24, 2006, assigned Florida document number A05000001276, adopts the following certificate of amendment to its certificate of limited partnership.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited partnership or limited liability limited partnership here:

New name must be distinguishable and contain an acceptable suffix.

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.

B. If amending mailing address and/or principal office address, enter new mailing address and/or principal office address here:

New Principal Office Address:

(Must be STREET address)

New Mailing Address:

(May be post office box)

C. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

_____, Florida _____
City Zip Code

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New Registered Agent's Signature. If changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

If Changing Registered Agent, Signature of New Registered Agent

D. If amending the general partner(s), enter the name and business address of each general partner being added or removed from our records:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove

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E. If the limited partnership or limited liability limited partnership is amending its "limited liability limited partnership" status, enter change here:

- ☐ This Limited Partnership hereby elects to be a "Limited Liability Limited Partnership."
- ☐ This Limited Partnership hereby removes its "Limited Liability Limited Partnership" status.

(NOTE: If adding or removing "limited liability limited partnership" status, all general partners must sign this amendment.)

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F. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Articles Nine and Ten (Added by Certificate of Amendment filed on July 19, 2005)

are hereby amended and replaced by Exhibit "1" attached.

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(s) of a general partner or all general partner(s):

*(*NOTE: Only one current general partner is required to sign this document unless the limited partnership is adding or removing a "limited liability limited partnership" election statement. Chapter 620, F.S., requires all general partners to sign when adding or removing a "limited liability limited partnership" election statement.)*



David S. Marger, as President of
Hideaway Management Group, Inc.
A Florida Corporation,
General Partner

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Signature(s) of all new or dissociating general partner(s), if any:

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

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EXHIBIT "1"
TO CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF HIDEAWAY PARTNERS, LLLP

ARTICLE NINE

Anti-Dissolution Provisions. Notwithstanding anything to the contrary contained in this Certificate of Limited Partnership, the Partnership and its Partners hereby waive their right to dissolve or terminate (and waive their right to consent to the dissolution or termination of) the Partnership, and shall not take any action towards that end, so long as the Partnership is obligated on any indebtedness or obligations of any kind whatsoever to Pillar Multifamily, LLC, a Delaware limited liability company (and its successors and/or assigns, collectively, "Lender"), except upon the express prior written consent to Lender. Further, the death, retirement, incapacity, insanity, expulsion or resignation, bankruptcy, insolvency, dissolution or other similar proceeding of, or pertaining to, any Partner or any other event or act causing dissolution of the Partnership pursuant to Section 608.441, Florida Statutes, or this Certificate of Limited Partnership, shall not constitute an event of liquidation, dissolution or termination of the Partnership, except upon the express prior written consent of lender. Any amendments to this provision of this Certificate of Limited Partnership, shall require the prior written consent of Lender, provided that such consent shall not be required once the Partnership no longer has any indebtedness or other obligation of any kind whatsoever owing or due Lender. This section shall cease to be of further force or effect once the Partnership no longer has any outstanding indebtedness or other obligation of any kind whatsoever owing or due Lender.

ARTICLE TEN

Purpose of the Partnership. The purpose and business of the Partnership shall be solely to acquire, operate and dispose of that real property, located at 2206 Chaney Drive, Ruskin, Florida 33570, commonly known as Hide-A-Way RV Resort (the "Property"). So long as the Partnership is obligated on any indebtedness or obligations of any kind whatsoever to Pillar Multifamily, LLC, a Delaware limited liability company (and its successors and/or assigns, collectively, "Lender"), except upon the express prior written consent to Lender: (i) the foregoing statement of purpose shall not be amended; and (ii) the Partnership shall not hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any real or personal property other than the Property, or become a shareholder of or member or partner in any entity which acquires or holds any property other than the Property.

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