

Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

BELLE HARBOR DEVELOPMENT PARTNERS, L.L.P.

Certificate of Status	1
Certified Copy	0
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**SECOND AMENDED AND RESTATED CERTIFICATE OF LIMITED LIABILITY
LIMITED PARTNERSHIP
OF
BELLE HARBOR DEVELOPMENT PARTNERS, L.L.L.P.**

Pursuant to the provisions of §620.1202, Florida Statutes, this limited partnership, whose certificate was filed with the Florida Department of State on January 13, 2006, as amended, adopts the following Second Amended and Restated Certificate of Limited Partnership (the "Certificate"):

1. The name of the Partnership shall be BRAMBLEWOOD COVE, L.L.L.P. (the "Partnership").

2. The address of the office where records shall be kept shall be 329 N. Park Avenue, Suite 300, Winter Park, Florida 32789. 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 is:

BRAMBLEWOOD COVE I MANAGERS, L.L.C., a Florida limited liability company
329 N. Park Avenue, Suite 300
Winter Park, Florida 32789

4. The mailing address of the Partnership is 329 N. Park Avenue, Suite 300, Winter Park, Florida 32789.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2007.

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for BRAMBLEWOOD COVE, L.L.L.P., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability 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: _____

Name: _____

Title: _____

Gloria E. Greiner
Gloria E. Greiner
Vice President

Dated this 3rd day of March, 2007.
April