

Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION

SPRING LAKE COVE II LP PARTNERS, LTD.

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$61.25

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Help

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PAGE 001/001

P. 01/04



April 10, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

SPRING LAKE COVE II LP PARTNERS, LTD.
P.O. BOX 4961
ORLANDO, FL 32802-4961

SUBJECT: SPRING LAKE COVE II LP PARTNERS, LTD.
REF: A06000001311

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability limited partnership must have an active registration/filing on file with this office before this filing can be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

Deborah Bruce
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TALLAHASSEE FLORIDA

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P.O. BOX 6327 - Tallahassee, Florida 32314

**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
SPRING LAKE COVE II LP PARTNERS, LTD.**

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

1. The name of the Partnership shall be **FOUNTAINS AT ROWAN COVE, L.L.P.** (the "Partnership").
2. The address of the initial office where records shall be kept shall be 329 North Park Avenue, Suite 300, Winter Park, Florida 32789. The name and address of the initial 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 initial business address of the General Partner is:

FOUNTAINS AT ROWAN COVE I MANAGERS L.L.C., a Florida limited liability company
329 North Park Avenue, Suite 300 **LD6000109562**
Winter Park, Florida 32789
4. The initial mailing address of the limited 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, 2066.
6. The Partnership hereby elects to be a limited liability limited partnership.

This Certificate has been executed by the undersigned as of the 10th day of April, 2007.

GENERAL PARTNER:

**FOUNTAINS AT ROWAN COVE I
MANAGERS, L.L.C.**, a Florida limited liability
company

By: 

Paul M. Missigman, Manager

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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P. 04/04

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for Fountains at Rowan Cove, L.L.P., the undersigned hereby accepts the designation and agrees to act as 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: Janice C. Myers
Title: Vice President

Dated this 4th day of April, 2007.

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TALLAHASSEE FLORIDA

Amended and Restated COLP - Spring Lake Cove II LP Partners, Ltd. - Name Change to Fountains at Rowan Cove, L.L.P.
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