

A07000001348

Florida Department of State
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**LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION
NORTHWEST PROPERTIES II, LTD.**

Certificate of Status	1
Certified Copy	1
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DEC 15 2009

EXAMINER

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
NORTHWEST PROPERTIES II, LTD.**

Pursuant to the provisions of Section 620.1202 of the Florida Statutes, Northwest Properties II, Ltd., a Florida limited partnership, whose certificate was filed with the Florida Department of State on December 6, 2007, under Document Number A07000001348 adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Paragraph number 4 is being amended to read as follows:

4. The name and address of the General Partners of the Partnership are:

CDG Northwest Properties II, LLC
2950 S.W. 27th Avenue, Suite 200
Miami, Florida 33133

HEF-Graff, Inc.
437 SW 4th Avenue
Ft. Lauderdale, Florida 33315

SECOND: This certificate of amendment shall be effective at the time with the Florida Department of State.

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IN WITNESS WHEREOF, the undersigned, as General Partners of the Partnership, have signed this Certificate of Amendment to Certificate of Limited Partnership as of the 14 day of December, 2009.

CDG NORTHWEST PROPERTIES II,
LLC, a Florida limited liability company,
General Partner

By: 
Matthew Greer, Manager

HEF-GRAFF, INC., a _____
corporation, General Partner

By: _____
Name: _____
Title: _____

WITHDRAWING GENERAL PARTNER:
NORTHWEST PROPERTIES GP, INC.

By: _____
Name: _____
Title: _____

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IN WITNESS WHEREOF, the undersigned, as General Partners of the Partnership, have signed this Certificate of Amendment to Certificate of Limited Partnership as of the 14 day of December, 2009.

CDG NORTHWEST PROPERTIES II,
LLC, a Florida limited liability company,
General Partner

By: _____
Matthew Greer, Manager

HEF-GRAFF, INC., a Florida
corporation, General Partner

By: _____
Name: Tam A. English
Title: Secretary

WITHDRAWING GENERAL PARTNER:

NORTHWEST PROPERTIES GP, INC.

By: _____
Name: Tam A. English
Title: Secretary

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