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AND ASSEE FLORIDA

B. KOHR

DEC 2 3 2008

EXAMINER

Reichstein and Lapat

an association of individual attorneys

3300 University Drive Suite 311 Coral Springs, Florida 33065 (954) 345-6442 (954) 344-0288 (Fax)

• Please Reply to Florida Office
Michael Lapat
admitted to Practice in:
Florida, Illinois & New York

221 North La Salle Street Suite 1137 Chicago, Illinois 60601 (312) 425-2900 (312) 425-2901(Fax)

OBOEC 19 AM 8: 25

November 17, 2008

mlapal@nysbar.com

Florida Department of State Division of Corporations

Clifton Building
2661 Executive Center Circle
Tallahassee FL 32301

RE:	RIVERWOOD CAPITAL PARTNERS, L.P. Amendment - address change	(LP)	\$105.00
	RIVERWOOD CAPITAL MANAGEMENT, LLC Amendment - address change	(GP)	\$ 55.00
	RIVERWOOD CAPITAL ADVISORS, LLC Amendment - address change	(IA)	\$ 55.00
			\$215.00

Dear Sir or Madam,

Please find enclosed herewith amendment documents for the above-referenced entities. Accompanying these submissions is a **check in the sum of \$215.00** representing the filing fees for these formations.

Please file the foregoing as appropriate and return to this office file-stamped/certified copies of same as receipt thereof.

Regards,

ulie Hancock

jh

enclosure

COVER LETTER

TO: Registration				
Division of 0	Corporations			
	RWOOD CAPITAL P			
(Na	ame of Florida Limited Par	tnership or Limited Liability	y Limited Partnership)	
The enclosed Certif	icate of Amendment ar	nd fee(s) are submitted	for filing.	
Please return all cor	respondence concernir	ng this matter to:	JES T	
AMOUATU LABAT			S. S. S.	
MICHAEL LAPAT				
	(Contact Person)			
LAW OFFICES O	REICHSTEIN & LA	NPAT	`Q.:`	
	(Firm/Company)		Dr.	
3300 UNIVERSIT	Y DRIVE, SUITE 311	<u> </u>	`` `	
	(Address)		•	
CORAL SPRINGS	FL 33065			
	(City, State and Zip Code)			
For further informat	ion concerning this ma	atter, please call:		
JULIE HANCOCK	•	at (954) 345	5-6442	
(Name of Con	tact Person)	(Area Code and D	aytime Telephone Number)	
Enclosed is a check	for the following amount	unt:		
\$52.50 Filing Fee	\$61.25 Filing Fee and Certificate of Status	▼\$105.00 Filing Fee and Certified Copy	\$113.75 Filing Fee, Certified Copy, and Certificate of Status	
STREET ADDRES	SS:	MAILING A	ADDRESS:	
Registration Section		Registration		
Division of Corporations		Division of Corporations		
Clifton Building		P. O. Box 6327		
2661 Executive Cer	iter Circle	Tallahassee,	FL 32314	

Tallahassee, FL 32301

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

RIVERWOOD CAPITAL PARTNERS, L.P.

(Insert name currently on file with Florida Department of State)

limited liability limited partnership, whose	202, Florida Statutes, this Florida limited partnership or certificate was filed with the Florida Department of State on the following certificate of amendment to its certificate of	
This amendment is submitted to amend the follow	wing:	
A. If amending name, enter the new name o here:	f the limited partnership or limited liability limited partnership	
(New name must be disti	nguishable and contain an acceptable suffix.)	
Acceptable Limited Partnership suffixes: Limited Pa Acceptable Limited Liability Limited Partnership su	artnership, Limited, L.P., LP, or Ltd. ffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.	
B. If amending the registered agent and/or new registered agent and/or the new registere	registered office address on our records, enter the name of the d office address here:	
Name of New Registered Agent	<u> </u>	
New Registered Office Address:	3020 HARTLEY ROAD, SUITE 125 (Enter Florida street address)	
<u>JA</u>	CKSONVILLE , Florida 32257 (City) (Zip Code)	

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)

PALLALISSEE, FLORIDA

C. 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>	Type of Action
	RIVERWOOD CAPITAL MANAGEMENT, LLC		
<u>GP</u>	RIVERWOOD CAPITAL	3030 HARTLEY RD SUITE 250 JACKSONVILLE FL32	Add [X] Remove 259
<u>GP</u>	MANAGEMENT, LLC	3020 HARTLEY RD SUITE 125 JACKSONVILLE FL32	✓ Add Remove 257
			Add Remove
			Add Remove
			Add Remove
			Add Remove
limited partners	d partnership or limited liabili ship" status, enter change here: i Partnership hereby elects to be		
☐ This Limited	d Partnership hereby removes its	"Limited Liability Limited Pa	rtnership" status.
(NOTE: If adding	or removing" limited liability limited	partnership" status, all general pa	artners must sign this amendment.
E. If amending a	ny other information, enter chan	ge(s) here: (Attach additional s	sheets, if necessary.)

Effective date, if other than the da	te of filing:			
(Effective date cannot be prior to nor mo. State.)	re than 90 days afte	r the date this docum	ent is filed by the Florida L	Department of
Signature(s) of a general partner	<u>r or all general</u>	<u>partners*:</u>		
(*NOTE: Only one current general parts removing a "limited liability limited parts when adding or removing a "limited liabi	nership" election sta	tement. Chapter 620), F.S., requires all general p	
M. S. Wa				
MITCH MALONE, MANAGER, RIVERWOOD CAPITAL MANAGEM	MENT, LLC (G)	?)		
			 	
Signature(s) of all new or dissoci	iating general n	artner(s), if any:		
		-		
		-		
Filing Fee:	\$52.50			
Certified Copy (optional):	\$52.50			
Certificate of Status (optional):	\$8.75			