

A08000000397

Division of Corporations

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
TOWN PARKE II, LTD.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$61.25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 JUL 27 AM 8: 24

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J. BRYAN

JUL 28 2010

EXAMINER

**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
TOWN PARKE II, LTD.**

Pursuant to the provisions of §620.1202, Florida Statutes, this limited partnership, whose certificate was initially filed with the Florida Department of State on April 1, 2008, adopts the following Amended and Restated Certificate of Limited Partnership (the "Certificate"):

- 1. The name of the Partnership shall be TOWN PARKE II, LTD. (the "Partnership").
- 2. The address of the office where records shall be kept shall be 700 West Morse Boulevard, Suite 220, 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 shall be:

SAS TOWN PARKE II MANAGERS, L.L.C., a Florida limited liability company
655 West Morse Boulevard, Suite 212
Winter Park, Florida 32789
- 4. The mailing address of the Partnership is 700 West Morse Boulevard, Suite 220, Winter Park, Florida 32789.
- 5. The latest date upon which the Partnership is to dissolve shall be December 31, 2068.
- 6. The Partnership hereby elects to be a limited partnership.

[SIGNATURES TO FOLLOW ON NEXT PAGE]


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The Certificate has been executed by the undersigned as of the 27th day of July, 2010.

GENERAL PARTNER:

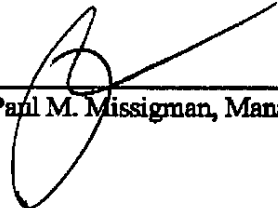
**SAS TOWN PARKE II MANAGERS,
L.L.C., a Florida limited liability company**

By: Southern Affordable Services, Inc., a Florida
non-profit corporation

By: 
Name: Scott O. Clark
Title: President

FORMER GENERAL PARTNER:

**TOWN PARKE II MANAGERS, L.L.C., a
Florida limited liability company**

By: 
Paul M. Missigman, Manager

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for TOWN PARKE II, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said 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: *Gloria Nadal*
**Gloria Nadal,
Vice President**

Dated this 27th day of July, 2010.

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2. Town Parke II Entities

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