

A08795

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TALLAHASSEE, FLORIDA

J. BRYAN

JUL - 2 2012

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LAKEWOOD APARTMENTS, LTD. DOC #A08795

Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

LAURA PIPPIN

Contact Person

ROYAL AMERICAN

Firm/Company

1002 W. 23RD STREET, SUITE 400

Address

PANAMA CITY, FL 32405

City, State and Zip Code

laura.pippin@royal-american.com

E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Laura Pippin

at (850)

769-8981

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$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 ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

THIRD AMENDMENT TO
SECOND AMENDED AND RESTATED
LIMITED PARTNERSHIP AGREEMENT AND
SECOND AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
OF
LAKEWOOD APARTMENTS, LTD.

[Pursuant to the provisions of Section 620.1202, Florida Statutes]

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TALLAHASSEE, FLORIDA

THIS THIRD AMENDMENT to the Second Amended and Restated Limited Partnership Agreement and Second Amended Certificate of Limited Partnership is entered into this 19th day of December, 2011, by and among the undersigned parties.

R E C I T A L S:

A. LAKEWOOD APARTMENTS, LTD. (hereinafter referred to as the "Partnership") is a Florida limited partnership having filed its original Certificate and Agreement of Limited Partnership with the Florida Secretary of State on April 15, 1980, assigned Florida Document number A08795, and is presently existing pursuant to a Second Amended and Restated Limited Partnership Agreement and Second Amended Certificate of Limited Partnership (hereinafter referred to as the "Partnership Agreement") filed on October 29, 1980.

B. As of the date hereof, the parties hereto consent to amend the Partnership Agreement to extend the term of the Partnership until December 31, 2043. The parties desire to amend the Partnership Agreement to reflect this extension of the term.

C. Prior to his death on December 14, 1996, Steven M. Reich, a Limited Partner of the Partnership, assigned his Limited Partnership Interest to the Steven M. Reich 1976 Trust, and the Steven M. Reich 1976 Trust was admitted as a Limited Partner of the Partnership. Following the death of Steven M. Reich and the administration of the Estate of Steven M. Reich, the Steven M. Reich 1976 Trust divided into separate trusts for the benefit of the daughters of Steven M. Reich. The Trustee of the Steven M. Reich 1976 Trust FBO Hilary Reich and the Steven M. Reich 1976 Trust FBO Lisa Reich desires that such trusts be admitted to the Partnership with respect to the 95% Limited Partnership Interest heretofore held in the name of the Steven M. Reich 1976 Trust. The parties desire to amend the Partnership Agreement to reflect this assignment and transfer.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned parties agree and certify that the Partnership Agreement of LAKEWOOD APARTMENTS, LTD. is amended to provide as follows:

1. Section 5 of the Second Amended Certificate of Limited Partnership and Section 2.5 of the Second Amended and Restated Limited Partnership Agreement are amended to extend the term of the Partnership until December 31, 2043.

2. Exhibit A of the Partnership Agreement is hereby amended to delete the present Exhibit A and to insert in lieu thereof the Exhibit A attached hereto and incorporated herein by this reference.

3. It is further provided and agreed that (i) Steven M. Reich 1976 Trust FBO Hilary Reich and Steven M. Reich 1976 Trust FBO Lisa Reich, each be and are hereby admitted as Limited Partners of the Partnership to the full extent of the partnership interest acquired by each of them from the Steven M. Reich 1976 Trust; and (ii) the execution of this Third Amendment by each partner shall constitute the agreement of such partner to all of the terms and provisions of the Partnership Agreement, as amended.

4. The signing of this Third Amendment by all the Partners of the Partnership (both general and limited) does and shall constitute the consent of each Partner to said admission and the amendments to the Partnership Agreement.

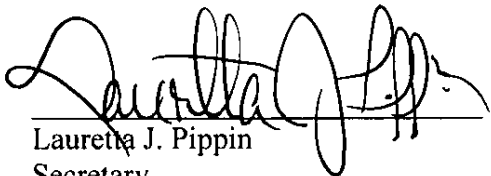
5. Except as hereby amended, the Partnership Agreement, as amended, is ratified and affirmed in all respects.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment under seal effective as of the date hereinabove first written.

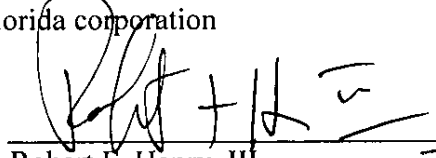
GENERAL PARTNER:

ATTEST:

ROYAL AMERICAN DEVELOPMENT, INC.,
a Florida corporation


Lauretta J. Pippin
Secretary

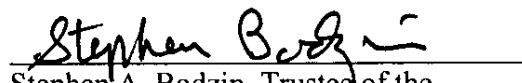
By:


Robert F. Henry, III
Vice President

WITNESS:

LIMITED PARTNERS:




Stephen A. Bodzin, Trustee of the
Steven M. Reich 1976 Trust FBO
Hilary Reich and of the Steven M. Reich
1976 Trust FBO Lisa Reich

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TALLAHASSEE, FLORIDA

EXHIBIT A
LAKWOOD APARTMENTS, LTD.
LIMITED PARTNERSHIP AGREEMENT
AND
CERTIFICATE OF LIMITED PARTNERSHIP

<u>Name</u>	<u>Percentage of</u> <u>Partnership Interest</u>
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GENERAL PARTNER:

Royal American Development, Inc.	5.00%
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LIMITED PARTNERS:

Steven M. Reich 1976 Trust FBO Hilary Reich	47.50%
Steven M. Reich 1976 Trust FBO Lisa Reich	45.50%

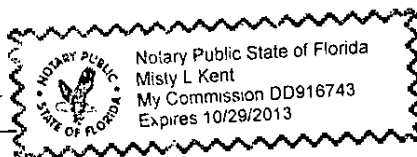
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF BAY)

The foregoing instrument was acknowledged before me this 19th day of Dec, 2011, by Robert F. Henry, III, who is (☒) personally known to me or who has (☐) produced photo identification and who executed the foregoing instrument for the uses and purposes therein mentioned and on behalf of said entity.

Misty L Kent
NOTARY PUBLIC

Printed Name: _____
Commission No.: _____
Expiring on: _____

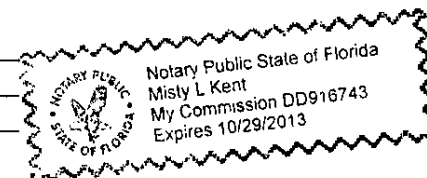


STATE OF FL)
) SS:
COUNTY OF Bay)

The foregoing instrument was acknowledged before me this 19th day of Dec, 2011, by Stephen A. Bodzin, who is (☐) personally known to me or who has (☐) produced photo identification and who executed the foregoing instrument for the uses and purposes therein mentioned and on behalf of said trust.

Misty L Kent
NOTARY PUBLIC

Printed Name: _____
Commission No.: _____
Expiring on: _____



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