

A08796

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(Requestor's Name)

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(City/State/Zip/Phone #)

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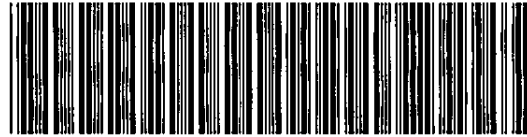
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** VILLAGE OAKS APARTMENTS, LTD. DOC. #A08796

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@royalamerican.com

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

For further information concerning this matter, please call:

Laura Pippin

Name of Contact Person

at ( 850 )

769-8981

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

AMENDMENT TO  
LIMITED PARTNERSHIP AGREEMENT  
AND  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
VILLAGE OAKS APARTMENTS, LTD.

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

THIS AMENDMENT is made and entered into as of the 31<sup>st</sup> day of December, 2013, by and between (i) ROYAL AMERICAN DEVELOPMENT, INC., (hereinafter referred to as the "General Partner"); and (ii) the Limited Partners whose names are listed in the Certificate as amended.

R E C I T A L S:

A. VILLAGE OAKS APARTMENTS, LTD. (hereinafter referred to as the "Partnership") is a Florida limited partnership having filed its original Agreement and Certificate of Limited Partnership with the Florida Secretary of State on April 15, 1980, assigned Florida Document number A08796, and is presently existing pursuant to an Amended and Restated Limited Partnership Agreement and Certificate (hereinafter referred to as the "Partnership Agreement") filed on April 21, 1981.

B. Pursuant to an Assignment of Partnership Interest, Robert P. and Ruth A. Mack (hereinafter referred to as an "Assignor") sold, assigned and transferred their entire right, title and interest to a 1.5325% partnership interest as a Limited Partner of the Partnership to SHP Acquisitions IV, LLC (hereinafter referred to as an "Assignee").

C. Pursuant to an Agreement of Assignment and Sale, the Estate of Arthur H. Burgess, Jr. (hereinafter referred to as an "Assignor") sold, assigned and transferred his entire right, title and interest to a 3.0655% partnership interest as a Limited Partner of the Partnership to Southern Coastal Mortgage Company (hereinafter referred to as an "Assignee").

D. It is the desire of the parties that the Partnership Agreement be amended to reflect the assignment of the partnership interest to each Assignee and the withdrawal of each Assignor as a Limited Partner of the Partnership.

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 VILLAGE OAKS APARTMENTS, LTD. is amended to provide as follows:

1. Exhibit A of the Partnership Agreement is hereby amended to delete the following:

Arthur H. Burgess, Jr.            3.065%  
Robert P. and Ruth A. Mack   1.5325%

2. Exhibit A of the Partnership Agreement is hereby amended to add and/or modify the following:

SHP Acquisitions IV, LLC	4.5975%
Southern Coastal Mortgage Company	3.065%

3. It is further provided and agreed that each Assignee shall be and hereby is a Limited Partner of the Partnership to the full extent of the limited partner interest assigned by each Assignor; (i) the signing of this Amendment by the parties hereto does and shall constitute the consent of all Partners to said assignment; (ii) any present or future references to the terms "Partner(s)" or "Limited Partner(s)" by the Partnership Agreement, or any amendment thereto, shall be deemed to include each Assignee to the extent of the limited partner interest assigned by the Assignor; and (iii) each Assignee agrees to be bound by all terms and provisions of the Partnership Agreement, as amended.

4. 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:

ROYAL AMERICAN DEVELOPMENT, INC.,  
a Florida corporation

By:   
Joseph F. Chapman, IV  
President

LIMITED PARTNERS:

By: Royal American Development, Inc., General  
Partner and Attorney-in-Fact for all Limited  
Partners


By:   
Joseph F. Chapman, IV  
President

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

<u>Name</u>	<u>Percentage of Partnership Interest</u>
<u>GENERAL PARTNER:</u>	
Royal American Development, Inc.	5.00%
<u>LIMITED PARTNERS:</u>	
Royal American Development, Inc.	3.065%
Southern Coastal Mortgage Company	3.065%
C. V. Anderson Marital Trust #1	3.065%
John P. Anderson	3.065%
Raymond G. Armstrong, M.D.	3.065%
Jo-Ann Sawitz Bass	1.5325%
Marshall Brickman	3.065%
Ronald E. Deal	3.065%
Equity Resource Fund XIV	4.595%
Vincent Farina, Jr.	3.065%
Janice A. Guim	1.5325%
Robert Lee Hunter	3.065%
Martin Jacobs	3.065%
Bert Josephson	3.065%
Joyce Kaiser Revocable Trust	3.065%
Jeffrey Lefcourt Revocable Trust	3.065%
Harry E. Lennon	3.065%
Hyman Livingston	3.065%
Jiles T. Lynch Marital Trust	3.065%
Laura Elizabeth Maia	1.5325%
Ana Maia-Brown	1.5325%
Marion S. Miller	3.065%
John J. Pittari, MD	1.5325%
Brent R. Rimmke	6.125%
Irwin E. Sawitz	1.5325%
Herbert Schneider	3.065%
SHP Acquisitions IV, LLC	4.5975%
Raine M. Sloss	9.1875%
David Sufian	3.065%
Ronnye L. Weisberg	1.5325%
Wexler Family Trust	1.5325%

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF BAY        )

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of Dec, 2013, by Joseph F. Chapman, IV, 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.

  
\_\_\_\_\_  
NOTARY PUBLIC

Printed Name: \_\_\_\_\_  
Commission No.: \_\_\_\_\_  
Expiring on: \_\_\_\_\_



LAURETTA J PIPPIN  
MY COMMISSION # EE 215906  
EXPIRES: August 27, 2016  
Bonded Thru Budget Notary Services

16 JUN 28 PM 10:15  
TALLAHASSEE FL 32304  
215906