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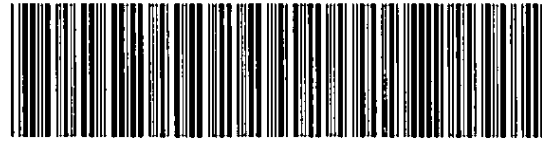
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2020 OCT 13 PM 6:33

NOV 18 2020

S. YOUNG

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SOUTHERN VILLAS OF APALACHICOLA, LTD. - DOC #A11144
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

1022 W. 23rd Street, Suite 300

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

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

Mailing Address:

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

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FOURTH
AMENDMENT
TO
LIMITED PARTNERSHIP AGREEMENT
AND CERTIFICATE
OF
SOUTHERN VILLAS OF APALACHICOLA, LTD.
[Pursuant to the provisions of Section 620.1202, Florida Statutes]

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THIS AMENDMENT is made and entered into as of the 22nd day of January 2020, but is accepted by SOUTHERN VILLAS OF APALACHICOLA, LTD. as of January 1, 2019, by and among the undersigned parties.

RECITALS:

A. SOUTHERN VILLAS OF APALACHICOLA, LTD. (hereinafter referred to as the "Partnership") is a Florida limited partnership formed and presently existing pursuant to a Limited Partnership Agreement and Certificate filed with the Florida Secretary of State on September 14, 1981, assigned Florida Document number A11144, with a First Amendment to Limited Partnership Agreement and Certificate filed May 25, 1982, a Second Amendment to Limited Partnership Agreement and Certificate filed September 23, 1982, and a Third Amendment to Limited Partnership Agreement and Certificate filed August 31, 2006 (hereinafter referred to as the "Partnership Agreement").

B. Pursuant to an Agreement of Assignment and Acceptance, the ESTATE OF R. BARTOW RAINEY, (hereinafter referred to as the "Assignor") assigned and transferred its entire right, title and interest in a 23.75% interest (hereinafter referred to as the "Partnership Interest") as a Limited Partner of the Partnership to R. BARTOW RAINEY, JR., (hereinafter referred to as the "Assignee" or "Substitute Limited Partner". As a consequence of such assignment and transfer, the Assignor ceased to be a Limited Partner of the Partnership.

C. It is the desire of the parties that the Assignee be substituted as a Limited Partner of the Partnership to the extent of the Partnership Interest assigned to the Assignee by the Assignor, and that pursuant to such desire, the Partnership Agreement be amended to reflect said substitution and the withdrawal of the 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 SOUTHERN VILLAS OF APALACHICOLA, LTD. is amended to provide as follows:

1. The Assignor hereby withdraws as a Limited Partner of the Partnership. The Partnership hereby accepts such withdrawal and the said Assignor shall hereafter cease to be a Limited Partner of the Partnership.

2. It is further provided and agreed that (i) the Assignee shall be and hereby is a substitute Limited Partner of the Partnership to the full extent of the Partnership Interest assigned by the Assignor; (ii) the signing of this Amendment by the parties hereto does and shall

constitute the consent of all Partners to said substitution; (iii) 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 the Assignee to the extent of the Partnership Interest assigned by the Assignor; and (iv) the execution of this Amendment by the Assignee shall constitute the agreement of the Assignee as a Limited Partner, to all of the terms and provisions of the Partnership Agreement of the Partnership, as amended.


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

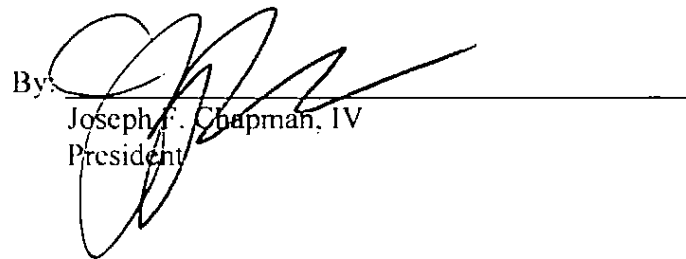
IN WITNESS WHEREOF, the parties hereto have executed this Amendment under seal effective as of the date hereinabove first written.

GENERAL PARTNER:

ATTEST:

ROYAL AMERICAN DEVELOPMENT, INC.


Lauretta J. Pippin
Secretary

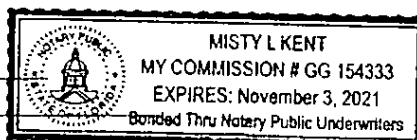
By: 
Joseph F. Chapman, IV
President

STATE OF FLORIDA)
) SS:
COUNTY OF BAY)

The foregoing instrument was acknowledged before me this 31st day of January, 2020 by Joseph F. Chapman, IV, as President of Royal American Development, Inc., 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: _____



WITNESS:

ASSIGNOR AND WITHDRAWING
LIMITED PARTNER:

ESTATE OF R. BARTOW RAINEY

[Signature]

By: [Signature]
R. Bartow Rainey, Jr., Personal-Representative

WITNESS:

ASSIGNEE AND SUBSTITUTE
LIMITED PARTNER:

[Signature]

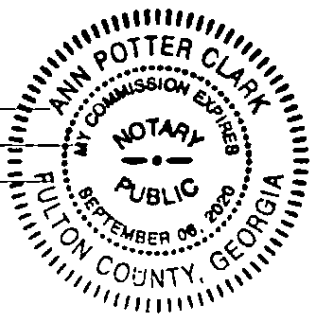
[Signature]
R. Bartow Rainey, Jr.

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

The foregoing instrument was acknowledged before me this 22nd day of January, 2020 by R. Bartow Rainey, Jr., 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.

[Signature]
NOTARY PUBLIC

Printed Name: Ann Potter Clark
Commission No.:
Expiring on: 09/06/2020



WITNESS:

LIMITED PARTNER:

STOKES AND COMPANY

[Signature]

By:

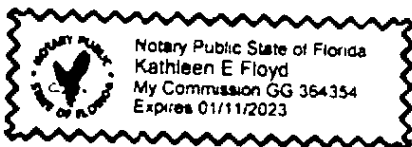
[Signature]
E. Chester Stokes, Jr.
President

STATE OF Florida)
) SS:
COUNTY OF St. Johns)

The foregoing instrument was acknowledged before me this 6th day of February, 2020 by E. Chester Stokes, Jr., President of Stokes and Company, 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.

[Signature]
NOTARY PUBLIC

Printed Name: Kathleen E. Floyd
Commission No.: GG364354
Expiring on: 1-11-2023



(SIGNATURES CONTINUED ON NEXT PAGE)

WITNESS:

LIMITED PARTNER:

Michael J. Coniglio
MICHAEL J. CONIGLIO

J. Howard Nichols
J. Howard Nichols

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI)

The foregoing instrument was acknowledged before me this 26th day of FEBRUARY, 2020 by J. Howard Nichols 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. APPEARED IN PERSON

Michael J. Coniglio, Sr.
NOTARY PUBLIC

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

