

A 11510

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

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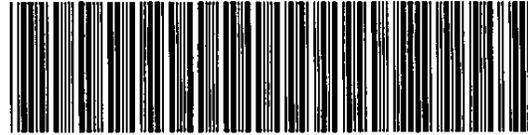
(Business Entity Name)

(Document Number)

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14 JAN 28 09:15  
STATE OF ARIZONA  
SECRETARY OF STATE

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** WILD PINES APARTMENTS, LTD. DOC. #A11510  
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 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

AMENDMENT TO AMENDED AND RESTATED  
AGREEMENT AND CERTIFICATE  
OF  
WILD PINES APARTMENTS, LTD.  
[Pursuant to the provisions of Section 620.1202, Florida Statutes]

RECORDED  
14 JAN 20 10 19 15  
SECTION 1  
TALLAHASSEE, FLORIDA

THIS AMENDMENT is made and sworn as of the 1<sup>st</sup> day of June, 2013, by and between (i) ROYAL AMERICAN DEVELOPMENT, INC., a Florida corporation, (hereinafter referred to as the "Managing General Partner"); (ii) the Limited Partners whose names are listed in the Certificate as amended; (iii) BELVERON PARTNERS FUND II SIDECAR, LP, a California limited partnership (hereinafter referred to as "Belveron" or "Assignee") and (iv) SOUTHERN COASTAL MORTGAGE COMPANY, a Florida corporation (hereinafter referred to as "SCMC" or "Assignee").

RECITALS:

A. WILD PINES 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 November 17, 1981, assigned Florida Document number A11510, and is presently existing pursuant to an Amended and Restated Agreement and Certificate (hereinafter referred to as the "Partnership Agreement") filed on August 5, 1982.

B. Pursuant to an Agreement of Sale and Assignment, John Bailey, Jr. owning a 1.51125% limited partnership interest; Wesley Copelan Children's Trust owning a 1.51125% limited partnership interest; Jane M. Montelepre owning a 3.0325% limited partnership interest; Melvin E. and Geraldine L. Moore owning a 3.0325% limited partnership interest; Charles L. and Trudy Seita owning a 3.0325% limited partnership interest; and David M. Strong owning a 3.0325% limited partnership interest, each sold, assigned and transferred their entire right, title and interest as a Limited Partner of the Partnership to Belveron, and each hereby withdraws as a Limited Partner of the Partnership.

C. Contemporaneously, Belveron wishes to transfer 7.57625% of its limited partnership interest to SCMC.

D. It is the desire of the parties that Belveron and SCMC be substituted as Limited Partners of the Partnership to the extent of the limited partnership interests acquired by each, and that pursuant to such desire, the Partnership Agreement be amended to reflect said substitution.

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 WILD PINES APARTMENTS, LTD. is amended to provide as follows:

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

John Bailey, Jr.	1.51125%
Wesley Copelan Children's Trust	1.51125%
Jane M. Montelepre	3.0325%
Melvin E. and Geraldine L. Moore	3.0325%
Charles L. and Trudy Seita	3.0325%
David M. Strong	3.0325%

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

Southern Coastal Mortgage Company	22.72875%
Belveron Partners Fund II Sidecar, LP	7.57625%

3. It is further provided and agreed that (i) each Assignee shall be and hereby is a substitute Limited Partner of the Partnership to the full extent of the limited partner interest assigned to each; (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 each Assignee to the extent of the limited partner interest assigned to each; and (iv) the execution of this Amendment by each Assignee shall constitute the agreement of each Assignee as a Limited Partner, to all of the terms and provisions of the Limited Partnership Agreement and Certificate of Limited Partnership of the Partnership, as amended.

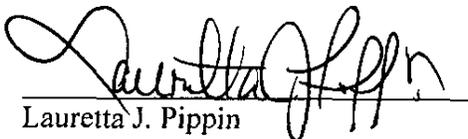
4. Except as hereby amended, the Partnership Agreement of the Partnership is ratified and affirmed in all respects.

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

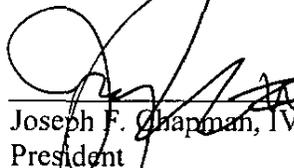
GENERAL PARTNER:

ROYAL AMERICAN DEVELOPMENT, INC.

ATTEST:

  
\_\_\_\_\_  
Lauretta J. Pippin  
Secretary

By:

  
\_\_\_\_\_  
Joseph F. Chapman, IV  
President

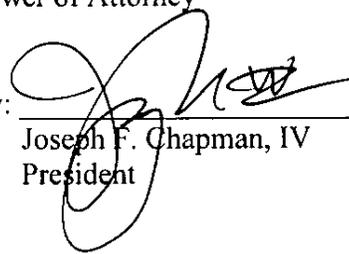
[3]

LIMITED PARTNERS:

ATTEST:

BY: ROYAL AMERICAN DEVELOPMENT,  
INC., General Partner, Pursuant to  
Power of Attorney

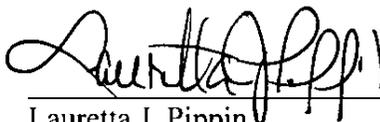
  
\_\_\_\_\_  
Laretta J. Pippin  
Secretary

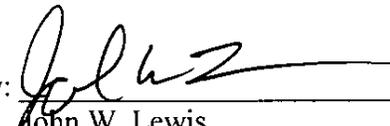
By:   
\_\_\_\_\_  
Joseph F. Chapman, IV  
President

ASSIGNEE AND SUBSTITUTE  
LIMITED PARTNER:

ATTEST:

SOUTHERN COASTAL MORTGAGE COMPANY

  
\_\_\_\_\_  
Laretta J. Pippin  
Secretary

By:   
\_\_\_\_\_  
John W. Lewis  
President

[4]

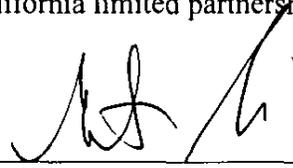
ASSIGNEE AND SUBSTITUTE  
LIMITED PARTNER:

WITNESS:

BELVERON PARTNERS FUND II SIDECAR, LP  
a California limited partnership

Richard Haroy

By:



Its Managing Member

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

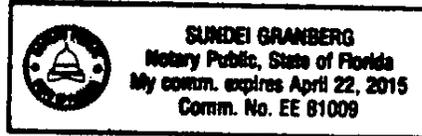
<u>Name</u>	<u>Percentage of Partnership Interest</u>
<u>GENERAL PARTNERS:</u>	
Royal American Development, Inc.	.50%
Joseph F. Chapman, III	.50%
<u>LIMITED PARTNERS:</u>	
Royal American Development, Inc.	6.055%
Joseph F. Chapman, III	2.000%
Southern Coastal Mortgage Company	22.72875%
J. Wesley Arnold, Jr.	3.0325%
Belveron Partners Fund II Sidecar, LP	7.57625%
Leonard and Karen Credeur	3.0325%
Martha P. Doherty	3.0325%
Dorothy L. Eggan	1.51125%
Vernon S. Flowers	3.0325%
Earl D. Hewlette, Jr.	3.0325%
Jorgen and Esther Jensen	6.075%
Jack Kay	3.0325%
Mary Klesken Phillips	3.0325%
Koziol Living Trust	3.0225%
John E. and Karen H. Lewis	3.0325%
Elizabeth Jane Lipp	1.51125%
John C. MacKeen	6.075%
Meyer H. Miller	3.0325%
Louis O. Puckett Trust	3.0325%
Nalin G. Shah	1.51125%
Barry I. Stark	3.0325%
Jeffrey Tapkas	1.51125%
Jeffrey T. Wilson	3.0325%
Francis & Patricia Worthington	3.0325%

STATE OF FLORIDA        )  
                                      ) SS:  
COUNTY OF BAY         )

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of June, 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.

*Sundei Granberg*  
\_\_\_\_\_

NOTARY PUBLIC



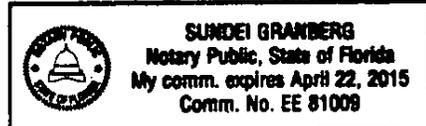
Printed Name: \_\_\_\_\_  
Commission No.: \_\_\_\_\_  
Expiring on: \_\_\_\_\_

STATE OF FLORIDA        )  
                                      ) SS:  
COUNTY OF BAY         )

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of June, 2013 by John W. Lewis, 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.

*Sundei Granberg*  
\_\_\_\_\_

NOTARY PUBLIC



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

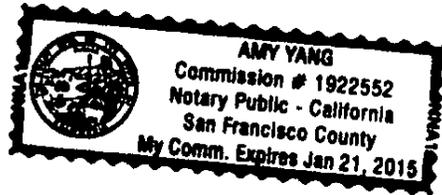
STATE OF CALIFORNIA )  
 ) SS:  
COUNTY OF SAN FRANCISCO )

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of August, 2013, by Grant Sisler, who is ( ) personally known to me or who has (X) 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: Amy Yang  
Commission No.: 1922552  
Expiring on: 1/21/2015



14 JAN 28 PM 10:15  
FALLEN  
SANTA ANITA