

A12149

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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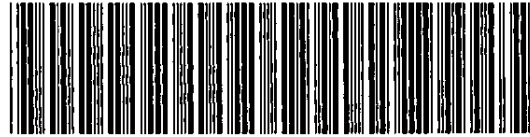
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

J. BRYAN

JUL -2 2012

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** DIXIE GROVE APARTMENTS, LTD. DOC #A12149  
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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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  
DIXIE GROVE APARTMENTS, 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 23<sup>rd</sup> day of Jan., 2012, but is accepted by DIXIE GROVE APARTMENTS, LTD. as of January 1, 2011, by and between (i) ROYAL AMERICAN DEVELOPMENT, INC., (hereinafter referred to as the "Managing General Partner"); (ii) THE ESTATE OF PHILIP H. MUEHLECK (hereinafter referred to as the "Assignor"); and (iii) ANITA J. MUEHLECK, (hereinafter referred to as the "Assignee" or "Substitute Limited Partner").

RECITALS:

A. DIXIE GROVE 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 February 26, 1982, assigned Florida Document number A12149, and is presently existing pursuant to an Amended and Restated Agreement and Certificate (hereinafter referred to as the "Partnership Agreement") filed on April 29, 1983.

B. Pursuant to an Agreement of Assignment and Acceptance, the Assignor assigned and transferred the Assignor's entire right, title and interest as a Limited Partner of the Partnership to the Assignee. As a consequence of such sale, 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 limited 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 DIXIE GROVE APARTMENTS, 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. 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.

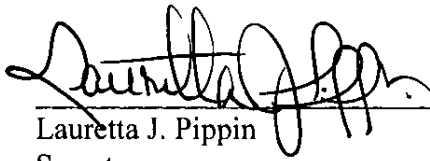
3. It is further provided and agreed that the Assignee shall be and hereby is a substitute Limited Partner of the Partnership to the full extent of the limited partner interest assigned by the Assignor; (i) the signing of this Amendment by the parties hereto does and shall constitute the consent of all Partners to said substitution; (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 the Assignee to the extent of the limited partner interest assigned by the Assignor; and (iii) 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.

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.

MANAGING GENERAL PARTNER:

ATTEST:

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

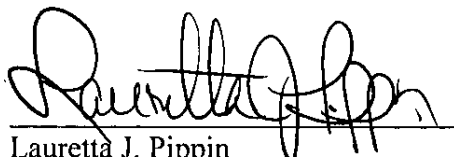
ROYAL AMERICAN DEVELOPMENT, INC.

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

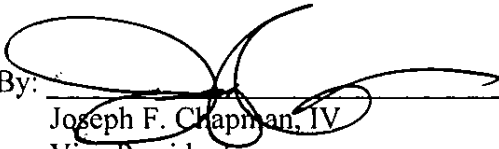
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LIMITED PARTNERS:

ATTEST:

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

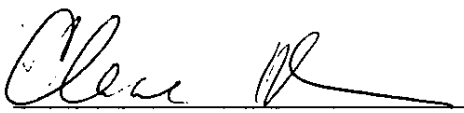
BY: ROYAL AMERICAN DEVELOPMENT, INC.,  
General Partner, Pursuant to  
Power of Attorney

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

ASSIGNOR AND WITHDRAWING  
LIMITED PARTNER:

WITNESS:

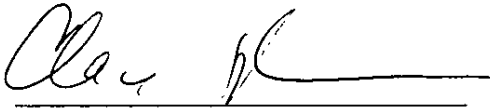
ESTATE OF PHILIP H. MUEHLECK



By: Anita J. Muehleck, EX  
Anita J. Muehleck, Executor

ASSIGNEE AND SUBSTITUTE  
LIMITED PARTNER:

WITNESS:



Anita J. Muehleck  
Anita J. Muehleck

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EXHIBIT A  
DIXIE GROVE APARTMENTS, LTD.  
AGREEMENT AND CERTIFICATE

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TALLAHASSEE, FLORIDA

<u>Name</u>	<u>Percentage of Partnership Interest</u>
<u>GENERAL PARTNERS:</u>	
Royal American Development, Inc.	1.00%
Joseph F. Chapman, III	0.50%
Southern Coastal Mortgage Company	0.50%
<u>LIMITED PARTNERS:</u>	
Joseph F. Chapman, III	3.00%
Francis S. Godbold	1.365%
Thomas A. James	1.365%
Richard W. & Diane M. Basler	2.3067%
Robert J. Basler	2.3067%
Lawrence T. Brueckner, M.D.	2.3067%
Mary Ellen Brueckner	2.3067%
Duke Edmund Cain	2.3067%
G. Lawton Cox	4.6135%
Herald B. and MarGene Durrant	6.9202%
Mary V. Gambrill	4.6135%
Estate of William H. Henderson	4.6135%
Helen W. James (Minck), Trustee	4.6135%
John Krater, Jr.	4.6135%
Manuel I. & Remedios P. Marban	4.6135%
Estate of James E. McCord	4.6135%
Estate of W. Cannon Matthews	4.6135%
Donald C. McCormick	2.3067%
J. P. McLaurin, M.D.	4.6135%
Estate of Joseph M. Mego	4.6135%
Dr. Glenn P. Miller	4.6135%
Anita J. Muehleck	4.6135%
Antonio B. Santillano	4.6135%
David F. Sprunk	2.3067%
Robert G. Tanner	4.6135%
John G. and Phyllis G. Wooddell	4.6135%

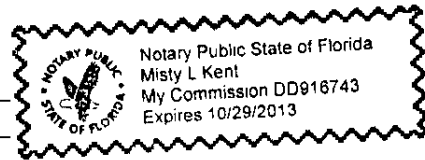
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STATE OF FLORIDA )  
 ) SS:  
COUNTY OF BAY )

The foregoing instrument was acknowledged before me this 25 day of Jan., 2012 by Joseph F. Chapman, IV as Vice President of Royal American Development, Inc., a Florida corporation, 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 Pinellas )

The foregoing instrument was acknowledged before me this 23 day of January, 2012 by Anita J. Muehleck as Executor of the Estate of Philip H. Muehleck and individually, 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.

Adrienne R. Ierna  
NOTARY PUBLIC

Printed Name: Adrienne R. Ierna  
Commission No.: EE 141304  
Expiring on: Nov 4, 2015

