

CT CORPORATION SYSTEM

A12848

FILED
01 MAR 29 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Woodwinds Associates, Ltd. Changed Name to: Woodwinds Associates, I

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200003930132--8

-03/29/01--01064--018

****113.75 ****113.75

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR 29 PM 2:23
NOT RETURNED
TO AGENCY FOR
SUFFICIENCY OF FILING

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

3/29/01

Order#: 3953135

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

3/29/01
46



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
01 MAR 29 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 29, 2001

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: WOODWINDS ASSOCIATES, LTD.
Ref. Number: A12848

*woodwinds
pick-up*

We have received your document for WOODWINDS ASSOCIATES, LTD. and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$113.75 payment.

Item 2 has us just a little bit confused.

It seems to suggest that this limited partnership was just filed in Georgia on March 1, 2001. Is this the case? Or is this actually the date the NAME CHANGE AMENDMENT was filed in Georgia?

The problem is that you seem to be asking us to change the name of a Georgia limited partnership -- Doc. A12848 -- that was qualified in Florida on July 14, 1982.

The Georgia limited partnership that was qualified in Florida on July 14, 1982, could not be the same as a Georgia limited partnership which didn't come into existence until March 1, 2001.

Please call about this. I'm sure we can straighten it out.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Amir
Buck Kohr
Corporate Specialist

Letter Number: 401A00019000

DIVISION OF CORPORATIONS

01 APR - 6 PM 11:34

*please
Back Def.
THANK YOU*

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF
WOODWINDS ASSOCIATES, LTD.**

01 APR 29 PM 1:22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application. Woodwinds Associates, Ltd. was assigned number L.P. 12848 by the Secretary of State in connection with the original filing of its Application for Registration.

The registration application is hereby amended as follows:

- (1) The name of the foreign limited partnership has been changed to:

Woodwinds Associates, Ltd., Limited Partnership

- (2) The foreign limited partnership exists under Georgia law pursuant to the Agreement and Certificate of limited partnership filed on July 2, 1982 with the County Clerk's Office Superior Court, Fulton, Georgia, book no. 234, page no. 465 and it's subsequent amendments. The Partnership elected to adopted and be governed by the Revised Uniform Limited Partnership Act of the State of Georgia, O.C.G.A. title 14, chapter 9 by filing a Certificate of Limited Partnership with The Secretary of State of Georgia on March 1, 2001.

- (3) The name and business address of each general partner is changed to the following:

Wingate Development Corp.
One Charles River Place 856052
63 Kendrick Street
Needham, Massachusetts 02494

Continental Wingate Company of Georgia, Inc.
3833 Peachtree Road, N.E. 856051
Atlanta, Georgia 30319

- (4) The address at which is kept a list of the names and addresses of the limited partners is changed to the following:

One Charles River Place
63 Kendrick Street
Needham, Massachusetts 02494

- (5) The mailing address for the foreign limited partnership is changed to the following:

c/o Wingate Development Corp.
One Charles River Place
63 Kendrick Street
Needham, Massachusetts 02494

IN WITNESS WHEREOF, the undersigned general partners of the foreign limited partnerships have executed this Certificate of Amendment as of the 28th day of ~~April~~ ^{March}, 2001,

WINGATE DEVELOPMENT CORP.

By: [Signature]
Brian E. Callahan, Treasurer

CONTINENTAL WINGATE COMPANY
OF GEORGIA, INC.

By: [Signature]
Name: ROBERT NAJARIAN
Title: VICE President

FILED
01 MAR 29 PM 1:22
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Commonwealth of Massachusetts)
County of Norfolk) ss:

The foregoing instrument was acknowledged before me this 28th day of ~~April~~ ^{March}, 2001, by Brian E. Callahan, Treasurer of Wingate Development Corp., a Massachusetts corporation, on behalf of the corporation. He is personally known to me or has produced Known to me as identification.

(Seal)

By: [Signature]
Name: Anne T. Asdot
Notary Public

My commission expires: April 22, 2005

Commonwealth of Massachusetts)
County of Norfolk) ss:

The foregoing instrument was acknowledged before me this 28th day of ~~April~~ ^{March}, 2001, by Robert Najarian, Vice President of Continental Wingate Company of Georgia, Inc., a Georgia corporation, on behalf of the corporation. ~~She~~ He is personally known to me or has produced Personally Known to me as identification.

(Seal)

By: [Signature]
Name: Anne T. Asdot
Notary Public

My commission expires: April 22, 2005