

A14000000096

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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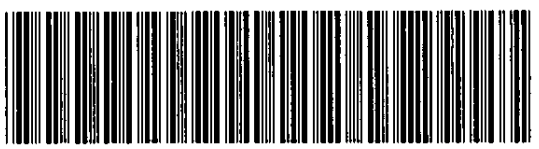
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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1. Bella Mesa Holdings, LP
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

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SPECIAL INSTRUCTIONS:

**AMENDED AND RESTATED CERTIFICATE OF LIMITED
PARTNERSHIP OF BELLA MESA HOLDINGS, LP**

The undersigned, desiring to amend the *Certificate of Limited Partnership of Bella Mesa Holdings, LP* (previously filed as Document No. A000000096 on February 18, 2014), hereby makes, acknowledges and files this *Amended and Restated Certificate of Limited Partnership* in accordance with the laws of the State of Florida.

1. **NAME OF PARTNERSHIP** - The name of the Partnership shall be **BELLA MESA HOLDINGS, LP.**

2. **LOCATION OF INITIAL DESIGNATED OFFICE** - The designated offices of the Partnership shall be located at 2404 North Rio Grande Avenue, Orlando, Florida 32804, or such other place or places as the General Partner shall from time to time determine.

3. **NAME AND ADDRESS OF AGENT FOR SERVICE OF PROCESS**

WESTHAVEN DEVELOPMENT, LLC
2404 North Rio Grande Avenue
Orlando, Florida 32804

4. **NAME AND ADDRESS OF NEW GENERAL PARTNER**

WESTHAVEN COLORADO I, LLC
2404 North Rio Grande Avenue
Orlando, Florida 32804

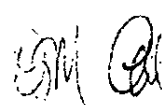
5. **NAME AND ADDRESS OF REMOVED GENERAL PARTNER**

WESTHAVEN STARS, LLC
2404 North Rio Grande Avenue
Orlando, Florida 32804

6. **MAILING ADDRESS OF THE PARTNERSHIP**

2404 North Rio Grande Avenue
Orlando, Florida 32804

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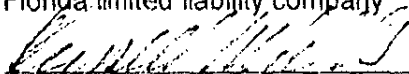
7. The latest date upon which the Partnership is to dissolve is upon the occurrence of any of the following events:

- (a) the determination by the General Partner, with the written concurrence of Limited Partners holding fifty-one percent (51%) of the Percentage Interests of all Limited Partners;
- (b) the bankruptcy, withdrawal or removal of a General Partner and failure by the Limited Partners to elect to continue the Partnership and select a successor General Partner as provided in the Partnership Agreement; or
- (c) the disposition of all or substantially all of the Partnership assets; or
- (d) the occurrence of an event specified under the laws of the State of Florida as one effecting a dissolution (except as otherwise provided in the Partnership Agreement).

DATED as of the 20th day of July, 2016.

GENERAL PARTNER (ADDED)

WESTHAVEN COLORADO I, LLC, a
Florida limited liability company

By: 
Russell L. Mills, Manager

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GENERAL PARTNER (REMOVED)

WESTHAVEN STARS, LLC, a
Florida corporation

By: **THE GREENWICH GROUP, INC., a**
Florida corporation, as Manager

By: 
Deborah A. Mills, President