

A14242

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR 24 2015  
D BRUCE

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Golden Leaf Apartments, Ltd.  
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:

Elwin R. Thrasher, III

Contact Person

Thrasher Law Firm

Firm/Company

908 N Gadsden Street

Address

Tallahassee, Florida 32303

City, State and Zip Code

treyeservice@thrasherlawfirm.com

E-mail address: (to be used for future annual report notification)

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TALLAHASSEE FLORIDA

For further information concerning this matter, please call:

Tonya Smith

Name of Contact Person

at ( 850 )

224-8685 x 102

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

**SEVENTH AMENDMENT TO CERTIFICATE OF AGREEMENT  
OF LIMITED PARTNERSHIP**

WHEREAS, Graves Williams has assigned, sold, and transferred his five percent (5%) general partnership interest in GOLDEN LEAF APARTMENTS, LTD., a limited partnership existing under the laws of the State of Florida, to LLK PARTNERS, LLC, a Florida limited liability company, with the written consent of all of the Partners; and

WHEREAS, Graves Williams has assigned, sold, and transferred his twenty-one and one-half percent (21.5%) limited partnership interest in GOLDEN LEAF APARTMENTS, LTD., a limited partnership existing under the laws of the State of Florida, to LLK PARTNERS, LLC, with the approval of the General Partner and with the approval of USDA Rural Development; and

WHEREAS, Kelly Wade Williams has assigned, sold, and transferred his ten and one-half percent (10.5%) limited partnership interest in GOLDEN LEAF APARTMENTS, LTD., a limited partnership existing under the laws of the State of Florida, to LLK PARTNERS, LLC, with the approval of the General Partner and with the approval of USDA Rural Development; and

WHEREAS, Edward Cantey Higdon has assigned, sold, and transferred his ten percent (10%) limited partnership interest in GOLDEN LEAF APARTMENTS, LTD., a limited partnership existing under the laws of the State of Florida, to LLK PARTNERS, LLC, with the approval of the General Partner and with the approval of USDA Rural Development; and

WHEREAS, the original certificate of limited partnership was filed with the Secretary of State on March 29, 1983, and assigned document number A14242; and

WHEREAS, the principal place of business and the registered agent of the limited partnership have changed.

NOW, THEREFORE, subsections 1.02, 2.01, 2.02 and 3.05, and the designation of the registered agent are amended as follows:

**1.02 Name and Principal Place of Business:**

The name of the Limited Partnership shall be GOLDEN LEAF APARTMENTS, LTD. However, the General Partner shall have the right to change the Partnership name by written notice to all of the Partners and by amending the certificate or certificates of Limited Partnership, and filing the same in the appropriate governmental offices. The principal place of business of the Limited Partnership shall be in Tallahassee, Leon County, Florida and its principal office shall be located at 2323 Hansen Court, Tallahassee, Leon County, Florida, or at such other place or places as the General Partner shall, from time to time, designate with written notice to all Partners.

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2.01 General Partner:

LLK Partners, LLC shall be the General Partner of the Partnership. Additional General Partners may not be admitted to the Partnership without the written consent of all of the Partners.

2.02 Limited Partners:

LLK Partners, LLC; Julie C. Miller, as Personal Representative of the Estate of Wilton R. Miller, Deceased; W. Robert Olive; Debora R. Williams, as Trustee of the Taylor Budd Williams Family Trust u/w/d 9/5/07; and Mary Taylor Olive shall be the Limited Partners of the Partnership. All persons, firms and organizations who from time to time are Limited Partners in the Partnership are sometimes hereinafter collectively referred to as "Limited Partners" and individually as "Limited Partner." It is understood that each and every Limited Partner shall have the right to sell, transfer or otherwise divest himself or herself of his or her limited partnership interest subject only to said additional limited partners being approved by USDA Rural Development (formerly known as the Farmers Home Administration).

3.05 Distribution:

Profits, losses and cash flow of the Partnership shall be distributed among General and Limited Partners in accordance with their percentage of ownership as follows:

GENERAL PARTNERS:

LLK Partners, LLC	5.00%
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LIMITED PARTNERS:

LLK Partners, LLC	42.00%
Julie C. Miller, as Personal Representative of the Estate of Wilton R. Miller, Deceased	16.00%
W. Robert Olive	16.00%
Debora R. Williams, Trustee of the Taylor Budd Williams Family Trust u/w/d 9/5/07	10.50%
Mary Taylor Olive	10.50%
	<u>100.00%</u>

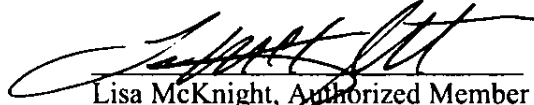
DESIGNATION OF REGISTERED AGENT

Name of New Registered Agent:	LLK Partners, LLC
New Registered Office Address:	2323 Hansen Court Tallahassee, Florida 32301

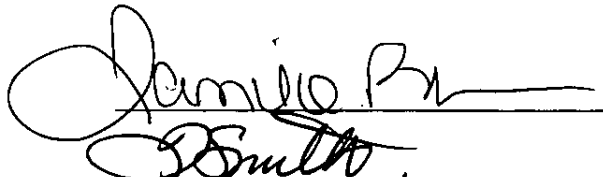
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CLERK OF THE  
STATE OF  
FLORIDA

New Registered Agent's Signature:

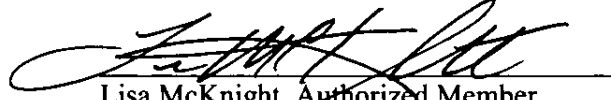
*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
Lisa McKnight, Authorized Member  
LLK Partners, LLC

WITNESSED BY:

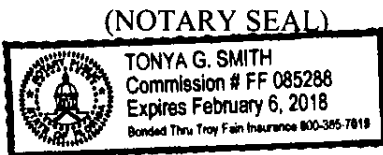
  
As to LLK PARTNERS, LLC

LLK PARTNERS, LLC  
General Partner and Limited Partner

  
Lisa McKnight, Authorized Member

STATE OF FLORIDA     )  
COUNTY OF LEON     )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of March 2015, by Lisa McKnight, Authorized Member for LLK Partners, LLC.



  
Signature of Notary Public – State of Florida

Name of Notary Typed, Printed or Stamped:  
Tonya G. Smith

My Commission Expires: 2/6/18

Personally Known \_\_\_\_\_ OR Produced Identification ✓  
Type of Identification Produced  
FLDL

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CLERK OF STATE  
TAMM SEB FLORIDA

WITNESSED BY:

[Signature]  
James Torgan

As to JULIE C. MILLER

[Signature]

JULIE C. MILLER, as Personal  
Representative of the Estate of  
Wilton R. Miller, Deceased  
Limited Partner

STATE OF Georgia )  
COUNTY OF Fulton )

The foregoing instrument was acknowledged before me this 19 day of February,  
2015, by JULIE C. MILLER, as Personal Representative of the Estate of Wilton R. Miller,  
Deceased.

[Signature]

Signature of Notary Public – State of Georgia

(NOTARY SEAL)

Name of Notary Typed, Printed or Stamped:

Lavis Anderson

My Commission Expires: \_\_\_\_\_

NOTARY PUBLIC, FULTON COUNTY, GA.  
MY COMM. EXPIRES JANUARY 23, 2017

Personally Known \_\_\_\_\_ OR Produced Identification ✓

Type of Identification Produced

Driver's License

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TALLAHASSEE FLORIDA

WITNESSED BY:

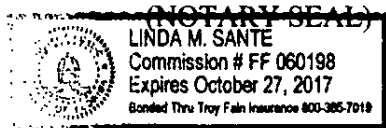
Mary Taylor Olive  
Linda M. Sante  
As to W. ROBERT OLIVE

W. Robert Olive  
W. ROBERT OLIVE  
Limited Partner

STATE OF FLORIDA       )  
COUNTY OF LEON       )

The foregoing instrument was acknowledged before me this 4th day of FEBRUARY, 2015, by W. ROBERT OLIVE.

Linda M. Sante  
Signature of Notary Public – State of Florida



Name of Notary Typed, Printed or Stamped:

LINDA M. SANTE

My Commission Expires: OCTOBER 27, 2017

Personally Known ✓ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

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TALLAHASSEE FLORIDA

WITNESSED BY:

Pam Uptain  
Gloria Keton  
As to DEBORA R. WILLIAMS

Debora R. Williams \*  
DEBORA R. WILLIAMS, as Trustee of  
the Taylor Budd Williams Family Trust  
u/w/d 9/5/07  
Limited Partner

STATE OF FLORIDA     )  
COUNTY OF Gadsden     )

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of February,  
2014, by DEBORA R. WILLIAMS, as Trustee of the Taylor Budd Williams Family Trust u/w/d  
9/5/07.

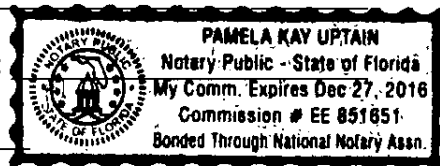
Pamela Kay Uptain  
Signature of Notary Public – State of Florida

(NOTARY SEAL)

Name of Notary Typed, Printed or Stamped:

My Commission Expires:

Personally Known ✓ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_



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TALLAHASSEE FLORIDA



WITNESSED BY:

[Signature]  
Linda M. Sante  
As to MARY TAYLOR OLIVE

[Signature]  
MARY TAYLOR OLIVE  
Limited Partner

STATE OF FLORIDA       )  
COUNTY OF LEON       )

The foregoing instrument was acknowledged before me this 4TH day of FEBRUARY, 2015, by MARY TAYLOR OLIVE.

[Signature]  
Signature of Notary Public – State of Florida



Name of Notary Typed, Printed or Stamped:

LINDA M. SANTE

My Commission Expires: OCTOBER 27, 2017

Personally Known ✓ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

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