

A16495

CT CORPORATION SYSTEM

CORPORATION(S) NAME

2) Lakes of Northdale, Ltd.

A16495

500007895575--9
09/20/02--01047--011
*****52.50 *****52.50

RECEIVED
02 SEP 20 AM 11:08

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

29/24

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 20 PM 1:18

Name _____ 9/19/02 Order#: 5601053
 Availability _____
 Document _____
 Examiner _____ AAM Ref#: _____
 Updater _____
 Verifier _____
 W.P. Verifier _____ Amount: \$ _____

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



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 20, 2002

CT SYSTEM

SUBJECT: LAKES OF NORTHDAL, LTD.
Ref. Number: A16495

RECEIVED
02 SEP 23 PM 2:03
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for LAKES OF NORTHDAL, LTD. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Filed!

This entity has already filed an amended and restated certificate, so this document cannot be its "First Amended and Restated etc." Also, you cannot change the amount of contributions except by filing a supplemental affidavit and paying its separate filing fee.

Removed!

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 102A00053758

*Please ReFile
& backdate
Accordingly.
Thanks!
Arizm*

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 20 PM 1:18



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 23, 2002

CT SYSTEM
ATTN: AAM

SUBJECT: LAKES OF NORTHDAL, LTD.
Ref. Number: A16495

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 20 PM 1:18

We have received your document for LAKES OF NORTHDAL, LTD. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 502A00053979

*Please
Petra
+
backdate!
John M.*

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02 SEP 23 PM 4:27

**SECOND AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
LAKES OF NORTHDAL, LTD.**

Northdale GP Corp., a Florida corporation (the "General Partner") makes, signs and swears to the following certificate for the purpose of amending and restating the Certificate of Limited Partnership of Lakes of Northdale, Ltd., which was originally filed on February 27, 1984, as amended, under the provisions of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act"):

1. The name of the limited partnership is Lakes of Northdale, Ltd. (the "Partnership").
2. The business address of the Partnership at which the records required by Section 620.106 of the Act shall be kept is 16297 Northdale Oaks, Tampa, Florida 33624.
3. The registered agent for service of process on the Partnership is CT Corporation System, which is located at 1200 South Pine Island Road, Plantation, Florida 33324.
4. The name and business address of the General Partner is:

Northdale GP Corp.
1004 Farnam Street, Suite 400
Omaha, Nebraska 68102

PO2-76908

5. The mailing address for the Partnership is 1004 Farnam Street, Suite 400, Omaha, Nebraska 68102.

6. The latest date upon which the Partnership is to be dissolved is December 31, 2032.

DULY EXECUTED AND FILED in accordance with § 620.109(7) of the Act as of the 19th day of September, 2002.

NORTHDAL GP CORP., General Partner

By *Mark A. Hiatt*
Mark A. Hiatt, Vice President

FILED
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DIVISION OF CORPORATIONS
02 SEP 20 PM 1:18

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the limited partnership has been notified in writing of this change.

**CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY**

Connie Bryan
Signature of Registered Agent