

A17382

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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LIMITED PARTNERSHIP AMENDMENT

HOSPITALITY INN OF SARASOTA, LTD.

Certificate of Status	1
Certified Copy	0
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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
HOSPITALITY INN OF SARASOTA, LTD.**

Pursuant to the provisions of Section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on July 2, 1984, and amended and restated on February 24, 1989, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment to Certificate and Agreement of Amendment and Restatement of Limited Partnership for Hospitality Inn of Sarasota, Ltd., a Florida Limited Partnership.

Article C., Section (7) entitled "Term of the Partnership" shall be amended as follows:

(7) Term of the Partnership. The term for which the Partnership is to exist is from the time of the original filing of the Certificate with the required filing fee for record with the Department of State, State of Florida, until December 21, 2010, or until the happening of any of the following events, whichever first shall occur:

(a) The transfer, sale or disposition of all, or substantially all, of the assets owned by the Partnership, including any note, mortgage, security or other property, or interest therein, unless the Limited Partners unanimously agree in writing prior to the occurrence of any such event that such event shall not dissolve and terminate the Partnership.

(b) The death, retirement, dismissal, adjudication of bankruptcy, adjudication of incompetency or adjudication of insanity of the last remaining General Partner, unless on or before ninety (90) days from the occurrence of any such event, a new General Partner for the Partnership is selected by all the remaining Partners as herein provided.

(c) The vote of the Partners owning two-thirds (2/3rds) interest of the Partnership capital is required to terminate the Partnership communicated in writing to all the Partners at the address of each as shown by the books of the Partnership.

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

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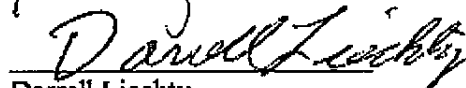
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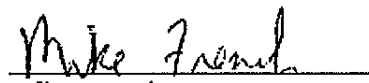
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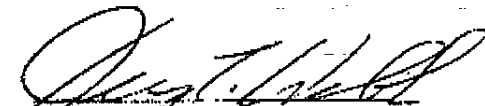
Signatures of all general partners:


Jacob Gingerich


Darrell Liechty


Mike French

Signatures of majority vote of capital interest of limited partners:


Jerry Thomas Webb


Nathan Alan Kahn

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