

A19094

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

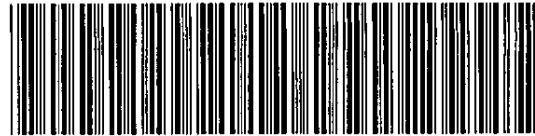
(Document Number)

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2016 JUL 13 P 1:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S Warren

JUL 14 2016

COVER LETTER

Fourth Amendment

TO: Registration Section
Division of Corporations

SUBJECT: KISSIMMEE RRH, LTD. - A19094
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:

LAURA PIPPIN

Contact Person

ROYAL AMERICAN

Firm/Company

1002 W. 23RD ST., SUITE 400

Address

PANAMA CITY, FL 32405

City, State and Zip Code

laura.pippin@royalamerican.com

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

For further information concerning this matter, please call:

Laura Pippin

Name of Contact Person

at (850) 769-8981

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

FOURTH AMENDMENT TO THE
SECOND AMENDED AND RESTATED AGREEMENT
AND CERTIFICATE OF LIMITED PARTNERSHIP
OF
KISSIMMEE RRH, LTD.

[Pursuant to the provisions of Section 620.1202, Florida Statutes]

FILED
2015 NOV 13 P 1:21
CLERK OF STATE
TREASURY OF FLORIDA

THIS FOURTH AMENDMENT to the Second Amended and Restated Agreement and Certificate of Limited Partnership of Kissimmee RRH, Ltd. is entered into the 1st day of November 2015, by and between the undersigned parties, who by the execution of this Fourth Amendment agree to be bound by the terms, conditions and provisions of this Amendment.

RECITALS:

A. The Partnership is a Florida limited partnership having filed its original Certificate and Agreement of Limited Partnership with the Florida Secretary of State on February 11, 1985, assigned Florida document number A19094, and is presently existing pursuant to a Second Amended and Restated Agreement and Certificate of Limited Partnership (hereinafter referred to as the "Partnership Agreement") filed on September 27, 1990.

B. The parties hereto desire to amend the Partnership Agreement to reflect the withdrawal of SOUTHERN COASTAL MORTGAGE COMPANY ("Assignor") and to reflect the transfer to PFP HOLDINGS, INC. ("Assignee") of the entire right, title and interest in the Investor Limited Partner interest and the entire right, title and interest in the Special Limited Partner interest.

C. It is the desire of the parties that Assignee be substituted as an Investor Limited Partner and a Special Limited Partner of the Partnership to the extent of the partnership interests assigned to the Assignee, and that pursuant to such desire, the Partnership Agreement be amended to reflect said substitution.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned parties agree and certify that the Second Amended and Restated Agreement and Certificate of Limited Partnership of KISSIMMEE RRH, LTD. is amended to provide as follows:

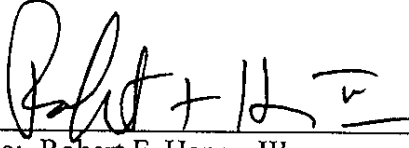
1. Schedule A of the Partnership Agreement is hereby amended to delete the present Schedule A and to insert in lieu thereof the Schedule A attached hereto and incorporated herein by this reference.
2. The Assignor hereby withdraws from the Partnership. The Partnership hereby accepts such withdrawal, and Assignor shall hereafter cease to be a partner of the Partnership.

3. It is provided and agreed that (i) Assignee shall be and hereby is a substitute Investor Limited Partner and a substitute Special Limited Partner of the Partnership to the full extent of the limited partner interests assigned to the Assignee; (ii) the signing of this Amendment by the parties hereto does and shall constitute the consent of all Partners to said substitution; (iii) any present or future references to the terms "Partner(s)" or "Limited Partner(s)" by the Partnership Agreement, or any amendment thereto, shall be deemed to include the Assignee to the extent of the limited partner interests assigned; and (iv) the execution of this Amendment by the Assignee shall constitute the agreement of the Assignee to all of the terms and provisions of the Limited Partnership Agreement and Certificate of Limited Partnership of the Partnership, as amended.


4. Except as hereby amended, the Partnership Agreement, as amended and restated, is ratified and affirmed in all respects.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment under seal effective as of the date hereinabove first written.

GENERAL PARTNER:
ROYAL AMERICAN DEVELOPMENT, INC.

By: 
Name: Robert F. Henry, III
Title: Vice President

ASSIGNOR AND WITHDRAWING INVESTOR
LIMITED PARTNER AND WITHDRAWING SPECIAL
LIMITED PARTNER:
SOUTHERN COASTAL MORTGAGE COMPANY

By: 
Name: John W. Lewis
Title: President

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2016 JUL 13 P 1:27
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

ASSIGNEE AND SUBSTITUTE
INVESTOR LIMITED PARTNER AND
SPECIAL LIMITED PARTNER:
PFP HOLDINGS, INC.

By: 

Name: Robert F. Henry, III
Title: President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SCHEDULE A
KISSIMMEE RRH, LTD.
AGREEMENT AND CERTIFICATE
OF LIMITED PARTNERSHIP

<u>Name and Address</u>	<u>Percentage of Partnership Interest for Class</u>
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GENERAL PARTNER:

Royal American Development, Inc. 1002 W. 23rd Street, Suite 400 Panama City, FL 32405	100.00%
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SPECIAL LIMITED PARTNER:

PFP Holdings, Inc. 1002 W. 23rd Street, Suite 400 Panama City, FL 32405	100.00%
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INVESTOR LIMITED PARTNER:

PFP Holdings, Inc. 1002 W. 23rd Street, Suite 400 Panama City, FL 32405	100.00%
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2016 JUL 13 P 1:21
CLERK OF STATE
TAMMASEE, FLORIDA