

A26113

(Requestor's Name)

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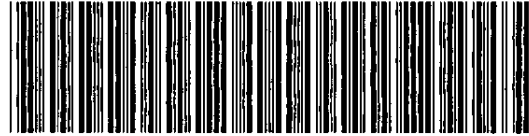
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

MAR 11 2013

D. BRUCE

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Hunters Run Apartments, Ltd. - Doc #A26113
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 Street, 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

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FIRST AMENDMENT TO
AMENDED AND RESTATED
LIMITED PARTNERSHIP AGREEMENT
AND CERTIFICATE OF LIMITED PARTNERSHIP
OF
HUNTERS RUN APARTMENTS, LTD.
[Pursuant to the provisions of Section 620.1202, Florida Statutes]

THIS FIRST AMENDMENT is entered into December 31, 2012, by and between (i) ROYAL AMERICAN DEVELOPMENT, INC., (hereinafter referred to as the "General Partner"); (ii) JOSEPH F. CHAPMAN, III (hereinafter referred to as the "Assignor"); and (iii) JOSEPH F. CHAPMAN, III AND WIFE, JEANNETTE B. CHAPMAN (hereinafter referred to as the "Assignee" or "Substitute Limited Partner").

R E C I T A L S:

A. HUNTERS RUN APARTMENTS, LTD. (hereinafter referred to as the "Partnership") is a Florida limited partnership having filed its original Limited Partnership Agreement and Certificate of Limited Partnership with the Florida Secretary of State on March 17, 1988, assigned Florida Document number A26113, and is presently existing pursuant to an Amended and Restated Limited Partnership Agreement and Certificate of Limited Partnership (hereinafter referred to as the "Partnership Agreement") filed on January 8, 1990.

B. Pursuant to an Agreement of Assignment and Acceptance, the Assignor assigned and transferred the entire right, title and interest in a 47.5% interest as a Limited Partner of the Partnership to the Assignee. As a consequence of such sale, assignment and transfer, Assignor ceased to be a Limited Partner of the Partnership.

C. It is the desire of the parties that the Assignee be substituted as a Limited Partner of the Partnership to the extent of the 47.5% limited partnership interest assigned to the Assignee by the Assignor, and that pursuant to such desire, the Partnership Agreement be amended to reflect said substitution and the withdrawal of the Assignor as a Limited Partner of the Partnership.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned parties agree and certify that the Partnership Agreement of HUNTERS RUN APARTMENTS, LTD. is amended to provide as follows:

1. The Assignor hereby withdraws as a Limited Partner of the Partnership. The Partnership hereby accepts such withdrawal and the said Assignor shall hereafter cease to be a Limited Partner of the Partnership.

2. Exhibit A of the Partnership Agreement is hereby amended to delete the present Exhibit A and to insert in lieu thereof the Exhibit A attached hereto and incorporated herein by this reference.

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3. It is further provided and agreed that the Assignee shall be and hereby is a substitute Limited Partner of the Partnership to the full extent of the 47.5% limited partner interest assigned by the Assignor; (i) the signing of this Amendment by the parties hereto does and shall constitute the consent of all Partners to said substitution; (ii) 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 47.5% limited partner interest assigned by the Assignor; and (iii) the execution of this Amendment by the Assignee shall constitute the agreement of the Assignee as a Limited Partner, to all of the terms and provisions of the Partnership Agreement of the Partnership, as amended.

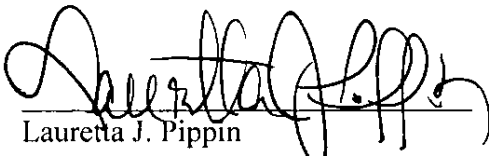
4. Except as hereby amended, the Partnership Agreement of the Partnership is ratified and affirmed in all respects.

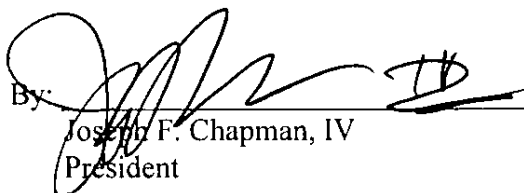
IN WITNESS WHEREOF, the parties hereto have executed this Amendment under seal effective as of the date hereinabove first written.

GENERAL PARTNER:

ATTEST:

ROYAL AMERICAN DEVELOPMENT, INC.

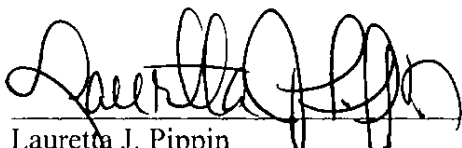

Lauretta J. Pippin
Secretary

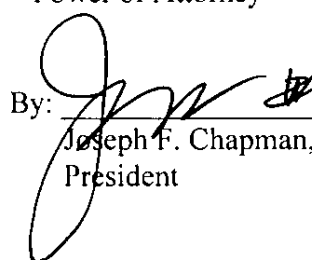
By: 
Joseph F. Chapman, IV
President

LIMITED PARTNERS:

ATTEST:

BY: ROYAL AMERICAN DEVELOPMENT, INC.,
General Partner, Pursuant to
Power of Attorney


Lauretta J. Pippin
Secretary

By: 
Joseph F. Chapman, IV
President

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TALLAHASSEE FLORIDA

WITNESS:

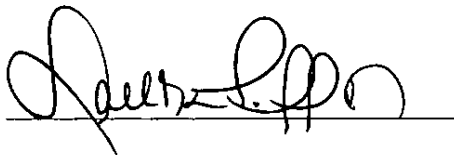


ASSIGNOR AND WITHDRAWING
LIMITED PARTNER:

*Joseph F. Chapman, III
by Jeannette B. Chapman,
his Attorney-in-Fact*

Joseph F. Chapman, III
by Jeannette B. Chapman, his Attorney-In-Fact

WITNESS

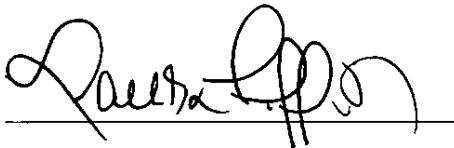


ASSIGNEE AND SUBSTITUTE
LIMITED PARTNER:

JOSEPH F. CHAPMAN, III AND WIFE,
JEANNETTE B. CHAPMAN

*Joseph F. Chapman, III
by Jeannette B. Chapman,
his Attorney-in-Fact*

Joseph F. Chapman, III
by Jeannette B. Chapman, his Attorney-In-Fact



Jeannette B. Chapman
Jeannette B. Chapman

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EXHIBIT A
HUNTERS RUN APARTMENTS, LTD.
LIMITED PARTNERSHIP AGREEMENT
AND
CERTIFICATE OF LIMITED PARTNERSHIP

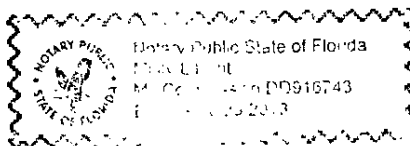
<u>Name</u>	<u>Percentage of Partnership Interest</u>
<u>GENERAL PARTNER:</u>	
Royal American Development, Inc. 1002 W. 23 rd Street, Suite 400 Panama City, FL 32405	5.00%
<u>LIMITED PARTNERS:</u>	
<u>Class A Limited Partner</u>	
Joseph F. Chapman, III and wife, Jeannette B. Chapman 1002 W. 23 rd Street, Suite 400 Panama City, FL 32405	47.50%
<u>Class B Limited Partner</u>	
Lishil Enterprises Limited Partnership C/O Dr. Hilary L. Reich 308 E. 72 nd Street, Apt. 7C New York, NY 10021	47.50%

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 31 day of Dec, 2012
by Joseph F. Chapman, IV, who is (☒) personally known to me or who has (☐) produced photo
identification and who executed the foregoing instrument for the uses and purposes therein
mentioned.

W. Bryant Kent
NOTARY PUBLIC

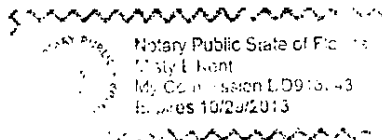


Printed Name: _____
Commission No.: _____
Expiring on: _____

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 31 day of Dec, 2012
by Jeannette B. Chapman, who is (☒) personally known to me or who has (☐) produced photo
identification and who executed the foregoing instrument for the uses and purposes therein
mentioned.

W. Bryant Kent
NOTARY PUBLIC



Printed Name: _____
Commission No.: _____
Expiring on: _____

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TALLAHASSEE FLORIDA