

A26995
ROGERS, TOWERS, BAILEY, JONES & GAY

(Requestor's Name)

106 South Monroe St. - 2nd Floor

(Address)

Tallahassee, FL 32301 222-7200

(City, State, Zip)

(Phone #)

Call Pat if problems. @ 222-7200

OFFICE USE ONLY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 28 PM 3:34

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Sunlet Investors Limited
(Corporation Name)

(Document #)

A26995

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

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****157.50 ****52.50

4. _____
(Corporation Name)

(Document #)

☒ Walk in ☒ Pick up time 2/28

☐ Certified Copy

☐ Mail out ☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS
<input type="checkbox"/> Profit
<input type="checkbox"/> NonProfit
<input type="checkbox"/> Limited Liability
<input type="checkbox"/> Domestication
<input type="checkbox"/> Other

AMENDMENTS
<input checked="" type="checkbox"/> Amendment
<input type="checkbox"/> Resignation of R.A. Officer/Director
<input checked="" type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Dissolution/Withdrawal
<input type="checkbox"/> Merger

OTHER FILINGS
<input type="checkbox"/> Annual Report
<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Name Reservation

REGISTRATION/ QUALIFICATION
<input type="checkbox"/> Foreign
<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Reinstatement
<input type="checkbox"/> Trademark

IAA	_____
FILING	<u>52.50</u>
AGENT FEE	_____
COPY	_____
TOTAL	<u>52.50</u>
BANK	_____
BALANCE DUE	_____
FEES	_____

* Return a
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copy
shanks

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96 FEB 28 PM 12:52

Examiner's Initials

**INNLET INVESTORS LIMITED
SECOND AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP**

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The undersigned, Ponte Vedra Lodge, Inc., a Florida corporation, and the sole remaining General Partner of Innlet Investors Limited, a Florida limited partnership (the "Limited Partnership") formed pursuant to the Florida Revised Uniform Limited Partnership Act (1986), Part I, Chapter 620, Florida Statutes, (the "Act") does hereby execute this Second Amended and Restated Certificate of Limited Partnership pursuant to the provisions of Section 620.109 of the Act.

The original Certificate of Limited Partnership (as amended and/or restated from time to time, the "Certificate") for the Limited Partnership was filed by the Florida Secretary of State on September 2, 1988. The Certificate was previously amended pursuant to amendments filed by the Florida Secretary of State on July 20, 1990 and July 10, 1991 and was previously amended and restated in its entirety by an amended and restated certificate of limited partnership filed by the Florida Secretary of State on December 24, 1992. The Certificate is hereby amended and restated so that, from and after the date hereof, it shall read in its entirety as hereinafter provided.

1. **Name.** The name of the Limited Partnership is as follows:

INNLET INVESTORS LIMITED

2. **Address.** The principal place of business (and the address of the office at which the records prescribed by Section 620.106 of the Act shall be kept) and the mailing address for the Limited Partnership are as follows:

9540 San Jose Boulevard
Jacksonville, Florida 32257

3. **Registered Agent.** The name and address of: (i) the agent for service of process, required to be maintained by Section 620.105 of the Act, and (ii) the registered agent and registered office, required to be maintained by Section 620.192 of the Act, for the Limited Partnership is as follows:

P. Jeremy Smith, Jr.
9540 San Jose Boulevard
Jacksonville, Florida 32257

4. **General Partner.** The name and business address of the general partner of the Limited Partnership are as follows:

Ponte Vedra Lodge, Inc.
9540 San Jose Boulevard
Jacksonville, Florida 32257

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5. **Termination.** The latest date upon which the Limited Partnership is to dissolve is August 31, 2028.

6. **Capital Contributions.** An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is attached hereto.

7. **Withdrawal of Certain General Partners.** Fletcher Land Corporation and Coronavest, Inc. each formerly being general partners of the Limited Partnership, hereby join in the execution of this Second Amended and Restated Certificate of Limited Partnership solely for the purpose of evidencing their withdrawal as general partners of the Partnership.

WHEREFORE, this Second Amended and Restated Certificate has been executed by the general partner of the Limited Partnership in accordance with Section 620.114 of the Act this 28 day of February 1997.

GENERAL PARTNERS:

PONTE VEDRA LODGE, INC.

By: 

P. Jeremy Smith, Jr.
Its President

WITHDRAWING GENERAL PARTNERS:

FLETCHER LAND CORPORATION

By: 

Jerome S. Fletcher
Its President

CORONAVEST, INC.

By: 

Robert E. Jacoby
Its Chairman

Attest: 

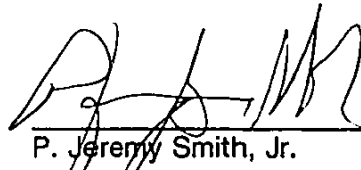
Secretary

INNLET INVESTORS LIMITED

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
AND AGENT FOR SERVICE OF PROCESS**

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The undersigned, having been designated the Agent for Service of Process pursuant to Section 620.105, Florida Statutes, and Registered Agent, pursuant to Section 620.192, Florida Statutes, of **INNLET INVESTORS LIMITED**, a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986), does hereby accept such designation and the obligations provided for in Section 620.105 and 620.192, Florida Statutes.



P. Jeremy Smith, Jr.

Dated: February 28, 1997