

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

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SECRETARY OF STATE
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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION

LEISURE VILLAS, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$52.50

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Corporate Filing Menu

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G. MCLEOD

JUN - 5 2008

EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
LEISURE VILLAS, LTD.**

Pursuant to the provisions of Sections 620.1202 and 620.1115, Florida Statutes, this limited partnership, whose certificate was filed with the Florida Department of State on November 1, 1991 (as subsequently amended by that certain filing on February 12, 1993), adopts the following Amended and Restated Certificate of Limited Partnership (the "Certificate"):

1. The current name of the Partnership is LEISURE VILLAS, LTD. (the "Partnership").

2. The address of the office where records shall be kept shall be 10227 Wincopin Circle, Columbia, Maryland 21044. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

3. The name and business addresses of the General Partners shall be:

FSGP/LEISURE VILLAS, LLC, a Florida limited liability company
10227 Wincopin Circle
Columbia, Maryland 21044

LD7-122445

and

PENINSULA HOUSING DEVELOPERS, INC., a Florida corporation
~~300 N.W. 12th Avenue~~ 1223 SW 4 St
Miami, Florida ~~33130~~ 33135

N40913

4. The mailing address of the Partnership is 10227 Wincopin Circle, Columbia, Maryland 21044.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2040.

SIGNATURES TO FOLLOW ON NEXT PAGE

Amended and Restated COLP - Leisure Villas, Ltd.

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATION

**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
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10227 Wincopin Circle
Columbia, Maryland 21044

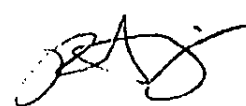
and

PENINSULA HOUSING DEVELOPERS, INC., a Florida corporation
300 N.W. 12th Avenue
Miami, Florida 33130

4. The mailing address of the Partnership is 10227 Wincopin Circle, Columbia, Maryland 21044.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2040.

SIGNATURES TO FOLLOW ON NEXT PAGE



Amended and Restated COLP - Leisure Villas, Ltd.

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The Certificate has been executed by the undersigned as of the ____ day of April, 2008.

FORMER GENERAL PARTNER:

**GMN AFFORDABLE HOUSING PARTNER III,
INC.,** a Florida corporation

By: [Signature]
Name: K. STEIG
Title: PRESIDENT

NEW GENERAL PARTNER:

FSGP/LEISURE VILLAS, LLC, a Florida limited
liability company

By: Enterprise Community Partners, Inc., a
Maryland non-profit corporation, its sole
member

By: _____
Name: _____
Title: _____

EXISTING GENERAL PARTNER:

PENINSULA HOUSING DEVELOPERS, INC., a
Florida corporation

By: _____
Name: _____
Title: _____

The Certificate has been executed by the undersigned as of the ____ day of April, 2008.

FORMER GENERAL PARTNER:

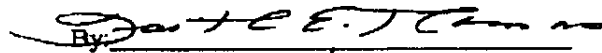
**GMN AFFORDABLE HOUSING PARTNER III,
INC., a Florida corporation**

By: _____
Name: _____
Title: _____

NEW GENERAL PARTNER:

**FSGP/LEISURE VILLAS, LLC, a Florida limited
liability company**

By: Enterprise Community Partners, Inc., a
Maryland non-profit corporation, its sole
member

By: 
Name: Fayth E. Thomas
Title: Vice President

EXISTING GENERAL PARTNER:

**PENINSULA HOUSING DEVELOPERS, INC., a
Florida corporation**

By: _____
Name: _____
Title: _____

The Certificate has been executed by the undersigned as of the ____ day of April, 2008.

FORMER GENERAL PARTNER:

**GMN AFFORDABLE HOUSING PARTNER III,
INC., a Florida corporation**

By: _____
Name: _____
Title: _____

NEW GENERAL PARTNER:

**FSGP/LEISURE VILLAS, LLC, a Florida limited
liability company**

By: Enterprise Community Partners, Inc., a
Maryland non-profit corporation, its sole
member

By: Fayth E. Thomas
Name: Fayth E. Thomas
Title: Vice President

EXISTING GENERAL PARTNER:

**PENINSULA HOUSING DEVELOPERS, INC., a
Florida corporation**

By: Guillermo M. Diaz
Name: Guillermo M. Diaz
Title: President

Amended and Restated COLP - Leisure Villas, Ltd.

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ACKNOWLEDGEMENT OF REGISTERED AGENT

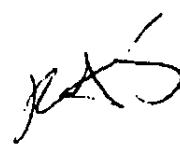
Having been designated as the Registered Agent for LEISURE VILLAS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in §620.1114, Florida Statutes.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.,** a Florida corporation

By: 

Janice G. Myers, Kristi L. Sullivan
Vice President

Dated this 4th day of June, 2008.



Amended and Restated COLP – Leisure Villas, Ltd.

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