97 AUG 22 AM 9: 41 1255 2312 Street N.W. City/State/Zip Phone # (202) 973-7841 Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. Midland Properties Limited Partnership XVI (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Pick up time Walk in ☐ Mail out Will wait Photocopy Certificate of Status AMENDMENTS NEW FILINGS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Мегдет OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark

Other

CR2E031(1/95)

Examiner's Initials KWM

A32670



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

97 AUG 22 AM 9: 41

August 1, 1997

PEABODY & BROWN ATTN: JONATHAN C. BURWOOD 1255 23RD STREET, N.W. WASHINGTON, DC 20037

SUBJECT: MIDLAND PROPERTIES LIMITED PARTNERSHIP XVI

Ref. Number: A32670

We have received your document for MIDLAND PROPERTIES LIMITED PARTNERSHIP XVI and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning Corporate Specialist

Letter Number: 797A00039305

CERTIFICATE OF AMENDMENT TO.

CERTIFICATE OF LIMITED PARTNERSHIP OF MIDLAND PROPERTIES LIMITED PARTNERSHIP XVI

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on March 5, 1992 adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Article No. 2 of the Certificate of Limited Partnership is amended as follows:

The mailing address and location of the office of the limited partnership in Florida is 33 North Garden Avenue, Suite 1200, Clearwater, Florida 33755

SECOND: Article No. 3 of the Certificate of Limited Partnership is amended as follows:

lows: 3ペアルローロー Amidland Equity II Limited Partnership, a Delaware limited partnership, whose mailing address is 33 North Garden Avenue, Suite 1200, Clearwater, Florida 33755, is admitted as a general partner, and;

Midland Equity Corporation, a Florida corporation is withdrawn as a General Partner of the Partnership.

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

FOURTH: Article No. 5 of the Certificate of Limited Partnership is amended as follows:

* Midland Financial Holdings, Inc., a Florida corporation, with its mailing address and principal offices at 33 North Garden Avenue, Suite 1200, Clearwater. Florida 33755 will act as registered agent for the limited partnership.

FIFTH: IN WITNESS WHEREOF, The undersigned withdrawing and substitute general partners of the limited partnership have executed this Certificate of Amendment on July 15, 1997.

WITHDRAWING GENERAL PARTNER SUBSTITUTE GENERAL PARTNER

MIDLAND EQUITY CORPORATION, a MIDLAND EQUITY II LIMITED Florida corporation

av F. Mathis, President

PARTNERSHIP, a Delaware limited partnership

By:

MIDLAND EQUITY CORPORATION, a Florida corporation, its general partner

By:

Ray F. Mathis, President