

A32953

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

L. SELLERS

JAN 3 2012

From: Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : I19980000090
Phone : (407) 839-4200
Fax Number : (407) 839-4264

EXAMINER

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
REEF CLUB II APARTMENTS ASSOCIATES, LTD.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$52.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 DEC 30 AM 1:38

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**AMENDMENT TO CERTIFICATE OF AUTHORITY FOR
FOREIGN LIMITED PARTNERSHIP**

Pursuant to the provisions of §620.1202, Florida Statutes, the undersigned, constituting the former and current general partners of Reef Club II Apartments Associates, L.P., a California limited partnership (the "Partnership"), submits the following:

1. The name of the Partnership as it appears on the records of the Florida Department of State is Reef Club II Apartments Associates, Ltd.
2. The jurisdiction of the Partnership's formation is California.
3. The date the Partnership was authorized to transact business in Florida is May 18, 1992.
4. The name and business address of the General Partner is:

SAS Reef Club II Managers, L.L.C., a Florida limited liability company
700 West Morse Blvd., Suite 101
Winter Park, Florida 32789


5. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment, duly authenticated by the official having custody of records in the jurisdiction under the law of which the Partnership is organized.

The undersigned has hereunto executed this Amendment this 29th day of December, 2011.

FORMER GENERAL PARTNER:

CED CAPITAL HOLDINGS II, LTD., a Florida limited partnership

By: CED Construction, Inc., a Florida corporation, its general partner

By: 
Brian Spear, Vice President

GENERAL PARTNER:

SAS REEF CLUB II MANAGERS, L.L.C., a Florida limited liability company

By: Southern Affordable Services, Inc., a Florida non-profit corporation, its sole member

By: _____
Jay P. Brock, Executive Vice President

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By: Southern Affordable Services, Inc., a Florida non-profit corporation, its sole member

By:
Jay P. Brock, Executive Vice President

FILED
11 DEC 30 AM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LP-1 Amendment to Certificate of Limited Partnership (LP)

To change information of record for your LP, fill out this form, and submit for filing along with:

- A \$30 filing fee,
- A separate, non-refundable \$15 service fee, if you drop off the completed form.

Items 3-7: Only fill out the information that is changing. Attach extra pages if you need more space or need to include any other matters.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

DEC 23 2011

This Space For Office Use Only

For questions about this form, go to www.sos.ca.gov/business/befiling-tips.htm

① LP's File No. (issued by CA Secretary of State):
199203400009

② LP's Exact Name (on file with CA Secretary of State):
KEEF CLUB II APARTMENTS ASSOCIATES, L.P.

③ New LP Name:

The new LP name must end with "Limited Partnership," "LP," or "L.P.," and may not contain "bank," "insurance," "trust," "trustee," "incorporated," "inc," "corporation," or "corp."

④ New LP Office Address in California:

street address city (no abbreviations) state zip

⑤ New Agent/Address for Service of Process: (The agent must be a CA resident or qualified 1506 corporation in CA.)

a. Agent's name:

b. Agent's address:

street address (if agent is not a corporation) city (no abbreviations) state zip

⑥ General Partner Changes:

a. New general partner: SAS REEF CLUB II MANAGERS, LLC 1551 Sandspur Road, Maitland, FL 32751

b. Address change: name address city (no abbreviations) state zip

c. Name change: Old name: New name:

d. Name of dissolved general partner: CED CAPITAL HOLDINGS II, LTD. a Florida Limited Partnership

⑦ Dissolved LP: (Either check box a or check box b and complete the information. Note: To terminate the LP, also file a Certificate of Cancellation (Form LP-97), available at www.sos.ca.gov/business/befiling-tips.htm.)



a. ☐ The LP is dissolved and wrapping up its affairs.

b. ☐ The LP is dissolved and has no general partners. The following person has been appointed to wrap up the affairs of the LP:

name address city (no abbreviations) state zip

⑧ Read and sign below: This form must be signed by (1) at least one general partner; (2) by each person listed in item 6c and (3) by each person listed in item 6d if that person has not filed a Certificate of Dissociation (Form LP-104). If item 7b is checked, the person listed must sign. If a trust, association, attorney-in-fact, or any other person not listed above is signing, go to www.sos.ca.gov/business/befiling-tips.htm for more information. If you need more space, attach extra pages that are 1-sided and on standard letter-sized paper (8 1/2" x 11"). All attachments are part of this amendment.

I declare that I am the person who signed this form and that signing this form is my act.

Sign here  
Print your name here Brian Spear, VP of CED Construction, Inc., managing co of CED Capital Holdings II, Ltd. a Florida Limited Partnership
Date 12/26/11

Make check/money order payable to: Secretary of State
We can give you up to 2 free certified copies of your filed form if you submit up to 2 completed copies of this form (with all attachments).

By Mail
Secretary of State
Business Entities, P.O. Box 944228,
Sacramento, CA 95834-2250

Drop-Off
Secretary of State
1600 11th St., 3rd Floor,
Sacramento, CA 95814



I hereby certify that the foregoing
transcript of _____ page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

DEC 29 2011

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State