

Division of Corporations

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A9200000246

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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

THE LANDINGS AT TIMBERLEAF LIMITED PARTNERSHIP

Certificate of Status	0
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**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

**THE LANDINGS AT TIMBERLEAF LIMITED PARTNERSHIP,
a Florida limited partnership
(Florida Document Number A92000000246)**

The undersigned, as the new general partner of The Landings at Timberleaf Limited Partnership, a Florida limited partnership, for the purpose of amending its Certificate of Limited Partnership pursuant to Section 620.109, Florida Statutes, hereby certifies that its Certificate of Limited Partnership is amended as follows:

1. The name of the limited partnership is The Landings at Timberleaf Limited Partnership, (the "Partnership").

2. The Certificate of Limited Partnership of the Partnership was originally filed with the Florida Secretary of State on December 29, 1992.

3. Paragraphs 2, 3, 4, and 5 of the Partnership's Certificate of Limited Partnership are hereby deleted and replaced as follows:

- "2. "The agent for service of process of the Partnership is B&C Corporate Services of Central Florida, Inc., whose address is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.
3. The name of the partnership's sole general partner is Timberleaf GP, Ltd., a Florida limited partnership, whose address is The Brandywine Centre 1, 580 Village Boulevard, Suite 360, West Palm Beach, Florida 33409.
4. The Partnership's principal address and mailing address is The Brandywine Centre 1, 580 Village Boulevard, Suite 360, West Palm Beach, Florida 33409.
5. The latest date upon which the Partnership will dissolve is December 31, 2065."

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This certificate may be executed in counterparts, and all such counterparts together shall constitute one certificate.

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This Certificate of Limited Partnership has been executed by the sole General Partner of the Partnership this 20th day of December, 2005.

TIMBERLEAF GP, LTD., a Florida limited partnership

By: Richman Timberleaf, LLC, a Florida limited liability company, as managing general partner

By: TRG II Member, LLC, Florida limited liability company, as sole member

By: _____
Kristin M. Miller, President

By: Richelson GP, LLC, a New York limited company, as general partner

By:  _____
Eric Richelson, Managing Member

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CONSENT OF WITHDRAWING GENERAL PARTNERS

This Certificate of Limited Partnership has been executed as of February 22, 2007,
deemed effective as of December 20, 2005.

CASTINE DEVELOPMENT, INC.

By: 

Name:

Tom Cavanaugh

Title:

PRES.


ROBERT D. ABERNATHY, individually

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for The Landings at Timberleaf Limited Partnership, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Amendment to Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.

By: 

Kristi L. Sullivan, Vice President

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