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Division of Corporations

FAX NO.

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A9400000/769

Florida Department of State
Division of Corporations
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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION
HERITAGE INVESTMENTS, LTD.*****

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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| Page Count | 03 |
| Estimated Charge | \$52.50 |

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FAX NO.

2/27/2013 7:03:50 AM PAGE 1/001 Fax Server

P. 01



February 26, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

HERITAGE INVESTMENTS, LTD.
2510 CROOKED CREEK PT.
MIDDLEBURG, FL 32068

SUBJECT: HERITAGE INVESTMENTS, LTD.
REF: A94000001769

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the dissociating general partner unless the document states the general partner is deceased or a guardian or general conservator has been appointed or the general partner previously filed a Statement of Dissociation with the Florida Department of State.

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) 245-6900.

Branda Tadlock

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**AMENDED AND RESTATED
CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
HERITAGE INVESTMENTS, LLLP**

Pursuant to the provisions of Section 620.1202, Florida Statutes (2010), HERITAGE INVESTMENTS, LTD., a Florida limited partnership (the "Partnership"), whose Certificate of Limited Partnership was filed with the Florida Department of State on December 11, 1999, and assigned Florida document number A94000001769, adopts the following Amended and Restated Certificate of Limited Liability Limited Partnership, in order to (i) change the name of the Partnership to "Heritage Investments, LLLP", (ii) elect limited liability limited partnership status, (iii) update and simplify the provisions of the Certificate of Limited Partnership, and (iv) amend and restate the Certificate of Limited Partnership in its entirety to read as follows:

ARTICLE I - NAME

The name of the Partnership is Heritage Investments, LLLP.

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Partnership is 2510 Crooked Creek Point, Middleburg, Florida 32068.

ARTICLE III - REGISTERED AGENT AND ADDRESS

The name and street address of the registered agent are Smith Hulsey & Busey, Professional Association, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

ARTICLE IV - LIMITED LIABILITY ELECTION

The Partnership hereby elects to be a limited liability limited partnership.

ARTICLE V - GENERAL PARTNERS

The names and business addresses of each general partner of the Partnership are as follows:

| <u>NAME</u> | <u>BUSINESS ADDRESS</u> |
|-------------|-------------------------|
|-------------|-------------------------|

| | |
|------------------|---|
| Alysa Carmichael | 341 Orangeburg Street SE Aiken, SC 29801 |
|------------------|---|

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P. 04

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Richard L. Allison

11074 Old Kings Road
Jacksonville, FL 32219

Sandra E. Allison

2510 Crooked Creek Point
Middleburg, Florida 32068

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TALLAHASSEE, FLORIDA


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IN WITNESS WHEREOF, the undersigned, who are all of the general partners of the Partnership have executed the foregoing Amended and Restated Certificate of Limited Liability Limited Partnership as of the 11 day of February, 2013.


ALYSA CARMICHAEL
General Partner


RICHARD ALLISON
General Partner


SANDRA ALLISON
General Partner

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 620.1114, FLORIDA STATUTES,
THE UNDERSIGNED SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A
REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Limited Partnership is Heritage Investments, LLLP.
2. The name and mailing address of the registered agent is Smith Hulsey & Busey, Professional Association, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

Having been named as registered agent and to accept service of process for the above stated limited liability Partnership at the place designated in this certificate, Smith Hulsey & Busey, Professional Association hereby accepts the appointment as registered agent and agrees to act in this capacity. Smith Hulsey & Busey, Professional Association further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 620, F.S.

**SMITH HULSEY & BUSEY,
PROFESSIONAL ASSOCIATION**

By: 
Stephen D. Moore, Jr.
Assistant Secretary

Date: February 18, 2013

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TALLAHASSEE, FLORIDA


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**STATEMENT OF DISSOCIATION
FOR
GENERAL PARTNER
OF
HERITAGE INVESTMENTS, LTD.**

Pursuant to the provisions of section 620.1605, Florida Statutes, the undersigned general partner hereby dissociates from the following limited partnership:

1. The name of Limited Partnership is Heritage Investments, LTD.
2. The name of the dissociating general partner is David Allison.


DAVID ALLISON,
Dissociating General Partner

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