

A96000002105

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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

MERCHANT'S PLAZA AT PONTE VEDRA, LTD.

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EXAMINER

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MERCHANT'S PLAZA AT PONTE VEDRA, LTD.**

Pursuant to the provisions of Section 620.1202, Florida Statutes, Merchant's Plaza at Ponte Vedra, Ltd. , a Florida limited partnership (the "Limited Partnership"), whose Certificate of Limited Partnership was filed with the Florida Department of State on November 18, 1996, assigned document number A96000002105, adopts this Certificate of Amendment (this "Certificate") to its Certificate of Limited Partnership.

1. The name of the Limited Partnership is amended to be Merchant's Plaza at Ponte Vedra, LLLP.

2. The street and mailing address of the principal office of the Limited Partnership is amended to be as follows:

4196 Herschel Street
Suite 2
Jacksonville, Florida 32210.

3. The name of the registered agent of the Limited Partnership, and the address of the registered office of the Limited Partnership, are amended to be as follows:

John T. Thornton
4196 Herschel Street
Suite 2
Jacksonville, Florida 32210.

4. The name and business address of the general partner being removed is as follows:

Skyline Realty Services, Inc.
751 Oak Street
Suite 600
Jacksonville, Florida 32204.

The name and business address of the general partner being added is as follows:

Thornton & Associates, LLC
4196 Herschel Street
Suite 2
Jacksonville, Florida 32210.

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2

With the removal of Skyline Realty Services, Inc. as a general partner, and the addition of Thornton & Associates, LLC as a general partner, Thornton & Associates, LLC is the sole general partner of the Limited Partnership.

5. The Limited Partnership is amending its status and hereby elects to be a "Limited Liability Limited Partnership."

EXECUTED on April 24, 2009, but effective for all purposes as of the date this Certificate is filed with the Florida Department of State.

GENERAL PARTNER:

THORNTON & ASSOCIATES, LLC,
a Florida limited liability company

By: 

John T. Thornton, Manager

REMOVED GENERAL PARTNER:

SKYLINE REALTY SERVICES, INC.,
a Florida corporation

By: 

John T. Thornton, President

ACKNOWLEDGMENT OF REGISTERED AGENT

I hereby accept the appointment as registered agent of Merchant's Plaza at Ponte Vedra, LLLP and agree to act in such capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


JOHN T. THORNTON

2

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