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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

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NAME: CNL CORPORATE INVESTORS, LTD.

AUDIT NUMBER.....H97000020129

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0 PAGES..... 2

CERT. COPIES.....1 DEL.METHOD.. FAX

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*Thank-you!  
Kyle White*

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AMENDED AND RESTATED  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CNL CORPORATE INVESTORS, LTD.

Pursuant to the provisions of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being a withdrawing General Partner and the new General Partner of CNL CORPORATE INVESTORS, LTD. have duly executed and file with the Secretary of State of the State of Florida, this Amended and Restated Certificate of Limited Partnership for the purpose of amending and restating the Certificate of Limited Partnership as originally filed with the Secretary of State of the State of Florida on May 23, 1997, and as subsequently amended by that certain Amendment to the Certificate of Limited Partnership filed on December 2, 1997.

1. NAME OF PARTNERSHIP. The name of the Partnership shall be CNL CORPORATE INVESTORS, LTD.

2. LOCATION OF PRINCIPAL PLACE OF BUSINESS. The principal place of business of the partnership shall be located at 400 East South Street, Suite 500, Orlando, Florida 32801, or at such other place or places as the General Partners shall from time to time determine.

3. NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.

Robert A. Bourne  
400 East South Street, Suite 500  
Orlando, Florida 32801

4. NAME AND BUSINESS ADDRESS OF THE GENERAL PARTNER.

CNL Corporate Investors, Inc.  
400 East South Street, Suite 500  
Orlando, Florida 32801

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This document was prepared by:

TIMOTHY J. MANOR, ESQUIRE

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5. MAILING ADDRESS OF THE LIMITED PARTNERSHIP:

400 East South Street, Suite 500  
Orlando, Florida 32801

6. TERM. The partnership shall be dissolved as of December 31, 2025, unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the Partnership.

EXECUTED this 5th day of December, 1997.

GENERAL PARTNER

CNL CORPORATE INVESTORS, INC.

By:   
Robert A. Bourne, President

WITHDRAWING GENERAL PARTNER:

  
Robert A. Bourne, General Partner

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