

Division of Corporations

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Florida Department of State  
Division of Corporations  
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**LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION  
ORANGE CO. WATERBRIDGE PARTNERS, LTD.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$105.00

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FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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J. Silvers FEB 13 2015

**CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ORANGE CO. WATERBRIDGE PARTNERS, LTD.**

Pursuant to the provisions of Section 620.1202, Florida Statutes, the undersigned, constituting the former and current general partners of ORANGE CO. WATERBRIDGE PARTNERS, LTD., a Florida limited partnership (the "Partnership"), submit the following:

**FIRST:** The current name of the Partnership is ORANGE CO. WATERBRIDGE PARTNERS, LTD.

**SECOND:** The date of the filing of the original Certificate of Limited Partnership was November 14, 1997 (the "Certificate").

**THIRD:** Paragraph 2 of the Certificate shall be deleted in its entirety and replaced with the following.

"2. The address of the principal office where records shall be kept shall be 4956 North 300 West, Suite 300, Provo, Utah 84604. The name and address of the registered agent for service of process is NRAI Services, Inc., 1200 South Pine Island Road, Plantation, Florida 33324."

**FOURTH:** Paragraph 3 of the Certificate shall be deleted in its entirety and replaced with the following.

"3. The name of the general partner for the Partnership is PC WATERBRIDGE GP, LLC, a Utah limited liability company. The business address of the general partner is 4956 North 300 West, Suite 300, Provo, Utah 84604."

**FIFTH:** Paragraph 4 of the Certificate shall be deleted in its entirety and replaced with the following.

"4. The mailing address of the limited partnership is 4956 North 300 West, Suite 300, Provo, Utah 84604."

**SIXTH:** This Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.

EXECUTED this 11 day of February, 2015.

*[Signatures appear on the following page.]*

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**FORMER GENERAL PARTNER:**

**CED CAPITAL HOLDINGS XII, LTD., a  
Florida limited partnership**

**By: CED Capital Holdings, XII, Inc., a  
Florida corporation  
Its: Managing General Partner**

By:   
Brian Spear, Vice-President

**NEW GENERAL PARTNER:**

**PC WATERBRIDGE GP, LLC, a Utah  
limited liability company**

**By: PCMFPM, LLC, a Utah limited liability  
company  
Its: Manager**

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Print Title: \_\_\_\_\_

**New Registered Agent's Signature**

I hereby accept the appointment as registered agent and agree to act in this 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.

**New Registered Agent:**

**NRAI Services, Inc.**

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Print Title: \_\_\_\_\_

**FORMER GENERAL PARTNER:**

**CED CAPITAL HOLDINGS XII, LTD., a**  
Florida limited partnership

By: **CED Capital Holdings, XII, Inc., a**  
Florida corporation  
Its: **Managing General Partner**

By: \_\_\_\_\_  
Brian Spear, Vice-President

**NEW GENERAL PARTNER:**

**PC WATERBRIDGE GP, LLC, a Utah**  
limited liability company

By: **PCMFM, LLC, a Utah limited liability**  
company  
Its: **Manager**

By: \_\_\_\_\_  
Print Name: Jeff S. [Signature]  
Print Title: Manager

**New Registered Agent's Signature**

I hereby accept the appointment as registered agent and agree to act in this 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.

**New Registered Agent:**

**NRAI Services, Inc.**

By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Print Title: \_\_\_\_\_

**FORMER GENERAL PARTNER:**

**CED CAPITAL HOLDINGS XII, LTD., a**  
Florida limited partnership

By: CED Capital Holdings, XII, Inc., a  
Florida corporation  
Its: Managing General Partner

By: \_\_\_\_\_  
Brian Spear, Vice-President

**NEW GENERAL PARTNER:**

**PC WATERBRIDGE GP, LLC, a Utah**  
limited liability company

By: PCMF, LLC, a Utah limited liability  
company  
Its: Manager

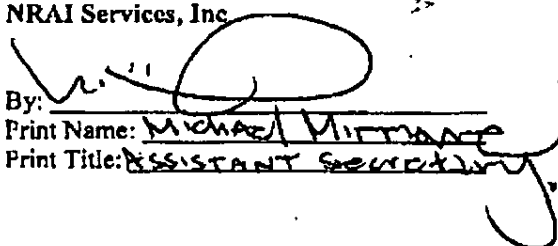
By: \_\_\_\_\_  
Print Name: \_\_\_\_\_  
Print Title: \_\_\_\_\_

**New Registered Agent's Signature**

I hereby accept the appointment as registered agent and agree to act in this 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.

**New Registered Agent:**

**NRAI Services, Inc**

By:   
Print Name: Michael Mirman  
Print Title: Assistant Secretary

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