

A9800000/602

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

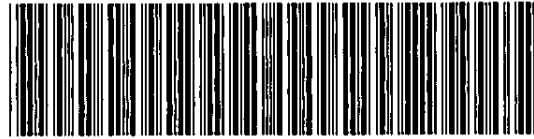
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



800241839908

RECEIVED  
DEPARTMENT OF STATE  
12 DEC 11 AM 11:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2012 DEC 11 AM 8:06

FILED

J. BRYAN

DEC 18 2012

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195  
REFERENCE : 452727 90699A  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ ~~87.50~~ 105.00

ORDER DATE : December 10, 2012  
ORDER TIME : 8:26 AM  
ORDER NO. : 452727-005  
CUSTOMER NO: 90699A

DOMESTIC AMENDMENT FILING

NAME: WESTPORT STORAGE, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis -- EXT# 2926

EXAMINER'S INITIALS: \_\_\_\_\_

**FILED**  
2012 DEC 11 AM 8:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 12, 2012

CSC  
ATTN: HARRY B. DAVIS

SUBJECT: WESTPORT STORAGE, LTD.  
Ref. Number: A98000001602

**FILED**  
2012 DEC 11 AM 8:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RESUBMIT**  
Please give original  
submission date as file date

We have received your document for WESTPORT STORAGE, LTD. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 245-6051.

Joey Bryan  
Regulatory Specialist II

Letter Number: 112A00029355

**RECEIVED**  
DEPARTMENT OF STATE  
12 DEC 12 PM 4:23

**AMENDED  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
WESTPORT STORAGE, LTD.,  
a Florida Limited Partnership**

**FILED**  
2012 DEC 11 AM 8:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED**, hereby amends and restates the Certificate of Limited Partnership of the existing limited partnership named above, pursuant to the laws of the State of Florida, certifies as follows:

**1.1.1 Name of Limited Partnership.** The name of the limited partnership is **WESTPORT STORAGE, LTD.**

**1.1.2 Date of Filing.** The date of filing of the initial Certificate was June 30, 1998,

**1.1.3 Office for Maintenance of Business Records.** The address of the office at which the records of the limited partnership will be kept, as required by Section 620.106 of the Florida Statutes, is **5111 Ridgewood Avenue, Suite 201, Port Orange, Florida 32127.**

**1.1.4 Agent for Service of Process.** The name and address of the partnership's agent for service of process in Florida is **D. Andrew Clark, 5111 Ridgewood Avenue, Suite 201, Port Orange, Florida 32127.**

**1.1.5 General Partner.** The name and business address of the general partner of the limited partnership is changing from Clark Properties Corporation to Clark Storage Corporation. **The name and address of the newly admitted general partner is as follows:**

<u>NAME</u>	<u>BUSINESS ADDRESS</u>
<i>#P12000100595</i> <b>CLARK STORAGE CORPORATION</b>	<b>5111 RIDGEWOOD AVE, SUITE 201 PORT ORANGE, FLORIDA 32127</b>

**1.1.6 Former General Partner.** Clark Properties Corporation is being dissociated as a general partner.

**1.1.7 Address of Partnership.** The mailing address of the limited partnership is **5111 Ridgewood Avenue, Suite 201, Port Orange, Florida 32127.**

**1.1.8 Date of Dissolution.** The latest date on which the limited partnership is to dissolve is **December 31, 2062.** The term of the Partnership is thus extended to December 31, 1062.

**1.1.9 Purpose of Partnership.** The purposes of the partnership shall be as follows:

**Purpose.** The purpose of the Company shall be solely to acquire, operate and dispose of certain real property located at 5889 S. Williamson Blvd, Port

(DAP)

FILED  
2012 DEC 11 AM 8:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Orange, Florida, commonly doing business as All Aboard Storage (the "Property"). So long as the Company is obligated on any indebtedness or obligations of any kind whatsoever to Barclays Bank PLC, (and its successors and/or assigns, collectively, "Lender"), except upon the express prior written consent of Lender: (i) the foregoing statement of purpose shall not be amended; and (ii) the Partnership shall not hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any real or personal property other than the Property, or become a shareholder of or member or partner in any entity which acquires or holds any property other than the Property, and will not own any asset or property other than the Property and incidental personal property necessary for the ownership, management, leasing, financing and operation of the Property.

**1.1.10 Dissolution:** Notwithstanding anything to the contrary contained in these Articles of Limited Partnership, the Partnership and its General Partner and limited partners hereby waive their right to dissolve or terminate (and waive their right to consent to the dissolution or termination of) the Partnership or this Agreement, and shall not take any action towards that end, so long as the Partnership is obligated on any indebtedness or obligations of any kind whatsoever to Barclays Bank PLC (and its successors and/or assigns, collectively, "Lender"), except upon the express prior written consent of Lender. Further, the death, retirement, incapacity, insanity, expulsion or resignation, bankruptcy, insolvency, dissolution or other similar proceeding of, or pertaining to, any Partner or any other event or act causing dissolution of the Partnership pursuant to Florida Statutes or this Agreement, shall not constitute an event of liquidation, dissolution or termination of the Partnership or this Agreement, except upon the express prior written consent of Lender. Any amendments to this provision of the Agreement, or of paragraphs 1.16 and 1.17 hereinabove shall require the prior written consent of Lender, provided that such consent shall not be required once the Company no longer has any indebtedness or other obligation of any kind whatsoever owing or due Lender. This paragraph shall cease to be of further force or effect once the Partnership no longer has any outstanding indebtedness or other obligation of any kind whatsoever owing or due Lender.

**1.1.11 This Amendment.** Section 9.1 of the original Partnership Agreement provides that such Agreement may be amended upon the unanimous consent of all general partners, and a majority of limited partners. This Amended Certificate of Limited Partnership is executed by all general and limited partners of this Partnership, and as such, constitutes an amendment to and an amendment of the said partnership agreement, and an Amendment to the Certificate of Limited Partnership, and shall be effective upon filing with the Department of State for the State of Florida.

**IN WITNESS WHEREOF** the parties hereto have executed the foregoing instrument as of the day and year set forth adjacent to their signatures.

(140)

FILED  
2012 DEC 11 AM 8:06  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Dissociating General Partner:

**CLARK PROPERTIES CORPORATION**  
A Florida corporation, former general partner

By: [Signature]  
D. Andrew Clark, President

**WITNESSES:**  
(as to all signatures)

**NEWLY ADMITTED GENERAL PARTNER:**

**CLARK STORAGE CORPORATION**  
A Florida Corporation, General Partner

[Signature]  
Michael Polite  
(Printed Name of Witness)

BY: [Signature]  
D. ANDREW CLARK, PRESIDENT

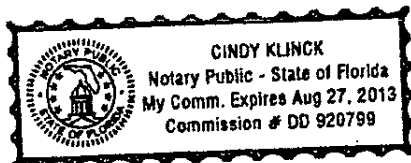
[Signature]  
D. Andrew Clark  
(Printed Name of Witness)

[Signature]  
D. Andrew Clark, Trustee of the D. Andrew  
Clark Trust  
[Signature]  
D. Andrew Clark, Trustee of the Douglas J.  
Clark Trust

**DATE:**

STATE OF FLORIDA  
COUNTY OF VOLUSIA

THE FOREGOING INSTRUMENT was acknowledged before me by D. ANDREW CLARK, President of CLARK PROPERTIES CORPORATION, a Florida Corporation, former General Partner of WESTPORT STORAGE, LTD., a Florida Limited Partnership; as Trustee of the Douglas J. Clark Trust; and as trustee of the D. Andrew Clark Revocable Trust, and he has sworn before me that he executed the foregoing on behalf of the limited partnership and for the purposes therein expressed, is personally known to me, and took an oath this 12<sup>th</sup> day of December, 2012.



Cindy Kluck  
Notary Public  
State of Florida at Large  
My Commission Expires: August 27, 2013

**STATE OF FLORIDA  
COUNTY OF VOLUSIA**

**THE FOREGOING INSTRUMENT** was acknowledged before me by D. ANDREW CLARK, President of CLARK STORAGE CORPORATION, a Florida Corporation, newly admitted General Partner of WESTPORT STORAGE, LTD., a Florida Limited Partnership; Trustee of the Douglas J. Clark Trust; and as trustee of the D. Andrew Clark Revocable Trust, and he has sworn before me that he executed the foregoing on behalf of the limited partnership and for the purposes therein expressed, is personally known to me, and took an oath this 12<sup>th</sup> day of \_\_\_\_\_ December, 2012.

Cindy Klinck  
Notary Public

State of Florida at Large

My Commission Expires: August 27, 2013



**THIS INSTRUMENT PREPARED  
BY: G. LARRY SIMS, ESQUIRE  
Doran, Sims, Wolfe & Kundid  
1020 W International Speedway Blvd  
Daytona Beach, FL 32114**