

A98000002177

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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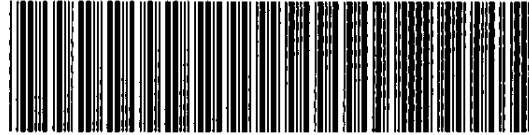
(Business Entity Name)

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T. HAMPTON
MAY 24 2011
EXAMINER



KIRWIN NORRIS, P.A.
200 S. Orange Avenue
Suite 1950
Orlando, Florida 32801
Telephone: 407.740.6600
Facsimile: 407.740.6363

ROBYN L. NOREN, PARALEGAL
DIRECT LINE: 407.515-2712
EMAIL: rln@kirwinnorris.com

May 20, 2011

Via Federal Express

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Re: Dunwoodie of Orlando, Ltd. / Document Number A98000002177
Our File No. 5003-05**

Dear Sir or Madam:

In connection with the above-referenced limited partnership, enclosed for filing is the original of the Amended and Restated Certificate of Limited Partnership.

Also enclosed is this firm's check number 2146 in the amount of \$113.75, representing the \$52.50 filing fee, the \$52.50 certified copy fee, and the \$8.75 fee for the certificate of good standing. Please send the certified copy and the certificate of good standing to my attention at the address in this cover letter.

Please contact me directly at 407-515-2712 if there are any problems with this filing.
Thanks very much.

Best regards,

A handwritten signature in black ink, appearing to be "R. Noren", written over a horizontal line.

Robyn L. Noren
Paralegal

/rln
Enclosures

c: Mr. Lou Vogt (via e-mail w/o enclosures)
Mr. James Shaner (via e-mail w/o enclosures)
Ted Handel, Esq. (via e-mail w/o enclosures)
Nick Pirulli, Esq. (via e-mail w/o enclosures)
Kirsten Shiroma, Paralegal (via e-mail w/o enclosures)
John P. Grygiel, Esq.

**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
DUNWOODIE OF ORLANDO, LTD.**

Pursuant to the provisions of §620.1202, Florida Statutes, this limited partnership, whose certificate was filed with the Florida Department of State on September 16, 1998, adopts the following Amended and Restated Certificate of Limited Partnership (the "Certificate"):

1. The current name of the Partnership is DUNWOODIE OF ORLANDO, LTD. (the "Partnership").

2. The address of the office where records shall be kept shall be 5753-G E Santa Ana Canyon Road, #574, Anaheim Hills, CA 92807. The name and address of the registered agent for service of process is John P. Grygiel, Esq., 200 S. Orange Avenue, Suite 1950, Orlando, FL 32801.

3. The name and business address of the General Partner shall be:

DECRO BETA DUNWOODIE LLC, a
Florida limited liability company
c/o Decro Beta Corporation
5753-G E Santa Ana Canyon Road, #574
Anaheim Hills, CA 92807

4. The mailing address of the Partnership is 5753-G Santa Ana Canyon Road, #574, Anaheim Hills, CA 92807.

5. The period of duration for the Partnership shall be perpetual, unless dissolved in accordance with the terms of the governing partnership agreement of the Partnership.

6. The Partnership hereby elects to not be a limited liability limited partnership.

[SIGNATURES TO FOLLOW ON NEXT PAGE]

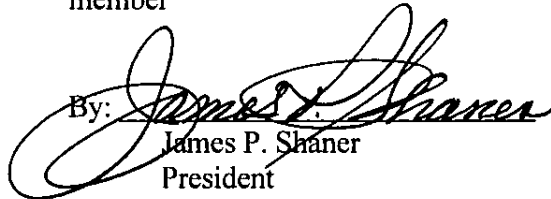
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The Certificate has been executed by the undersigned this 17 day of May, 2011.

GENERAL PARTNER:

DECRO BETA DUNWOODIE LLC, a Florida
limited liability company

By: Decro Beta Corporation, a California not-for-
profit public benefit corporation, its sole
member

By: 
James P. Shaner
President

DISSOCIATING GENERAL PARTNER:

DUNWOODIE OF ORLANDO, INC., a Florida
corporation

By: _____
Jonathan L. Wolf
Vice President

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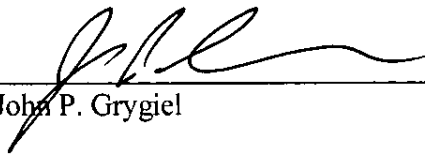
DUNWOODIE OF ORLANDO, INC., a Florida
corporation

By: _____
Jonathan L. Wolf
Vice President

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for DUNWOODIE OF ORLANDO, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in §620.1114, Florida Statutes.



John P. Grygiel

Dated this 17 day of May, 2011.

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