

A99000000283

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000200588 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A. (WES
Account Number : I19990000272
Phone : (561) 838-4510
Fax Number : (561) 514-3410

LIMITED PARTNERSHIP AMENDMENT

PERIWINKLE PLACE PARTNERS, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$1,802.50

\$105.00

FILED
2002 SEP 25 PM 3:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

FILED
2002 SEP 25 PM 3:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

September 19, 2002

RUDEN, MCCLOSKEY, SMITH, SCHUSTER, & RUSSELL, P.A.

SUBJECT: PERIWINKLE PLACE PARTNERS, LTD.
REF: W02000027351

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6043.

Joey Bryan
Document Specialist
Tax Liens

FAX Aud. #: H02000200588
Letter Number: 602A00053550

RECEIVED
02 SEP 25 PM 2:49
DIVISION OF CORPORATIONS

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
PERIWINKLE PLACE PARTNERS, LTD.

FILED
2002 SEP 25 PM 3:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on February 18, 1999, adopts the following amendments to its certificate of limited partnership:

1. The name of the limited partnership ("Partnership") is amended from Periwinkle Place Partners, Ltd. to Dahlmann Periwinkle Place Limited Partnership.
2. The new street address of the new registered office in Florida at which the Partnership will keep the records of the Partnership required to be maintained under the Act is c/o Dennis A. Dahlmann, 2959 West Gulf Drive, Unit 302, Sanibel, Florida 33957. This change in the registered office is authorized by the current general partner of the Partnership, being GG&A/Periwinkle LLC, a Florida limited liability company, with business address at 124 Johnson Ferry Road NE, Atlanta, Georgia 30328 and by the new replacement general partner Dahlmann Periwinkle Place LLC, a Florida limited liability company, with business address at 300 South Thayer Street, Ann Arbor, Michigan 48104.
3. The name and address of the new registered agent for service of process required to be maintained by Section 620.105(2) of the Act is Dennis A. Dahlmann, 2959 West Gulf Drive, Unit 302, Sanibel, Florida 33957. This change in the registered agent is authorized by the current general partner of the Partnership, being GG&A/Periwinkle LLC, a Florida limited liability company, with business address at 124 Johnson Ferry Road NE, Atlanta, Georgia 30328 and by the new replacement general partner Dahlmann Periwinkle Place LLC, a Florida limited liability company, with business address at 300 South Thayer Street, Ann Arbor, Michigan 48104.

4. The name and business address of the current General Partner of the Partnership is as follows:

GENERAL PARTNER

GG&A Periwinkle LLC

BUSINESS ADDRESS

c/o Gregory Greenfield &
Associates, Ltd.
124 Johnson Ferry Road NE
Atlanta, Georgia 30328

FILED
2002 SEP 25 PM 3:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The name and address of the new replacement General Partner of the Partnership is:

GENERAL PARTNER

Dahlmann Periwinkle Place LLC
#L02000019731

BUSINESS ADDRESS

300 South Thayer Street
Ann Arbor, Michigan 48104

5. The new mailing address for the Partnership is 300 South Thayer Street, Ann Arbor, Michigan 48104.
6. The new latest date upon which the Partnership is to dissolve is February 18, 2045, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement as amended and restated.

This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

IN WITNESS WHEREOF, the Current General Partner of the Partnership and the new replacement General Partner of the Partnership have both executed this Certificate of Amendment to Certificate of Limited Partnership of Periwinkle Place Partners, Ltd. on September 18, 2002, for filing in accordance with Section 620.109 of the Florida Revised Uniform Limited Partnership (1986).

[THIS SPACE INTENTIONALLY LEFT BLANK]

H02000200588 0

[EXECUTION PAGE-AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF
PERIWINKLE PLACE PARTNERS, LTD.]

CURRENT GENERAL PARTNER:

GG&A/PERIWINKLE LLC, a Florida limited liability company

By: Gregory Greenfield & Associates, Ltd., Sole Member

By: Gregory Greenfield & Associates, Inc.,
General Partner

By: _____

Gregory R. Greenfield
President

NEW REPLACEMENT GENERAL PARTNER:

DAHLMANN PERIWINKLE PLACE LLC, a Florida limited liability company

By: Dahlmann Periwinkle Place Holding Corporation, a Florida corporation, Member

By: _____

Steven Zarnowitz, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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.

Dennis A. Dahlmann

FILED
2002 SEP 25 PM 3:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

H02000200588 0