

A99000001873

Division of Corporations

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Florida Department of State
Division of Corporations
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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
MARINA CLINTON ASSOCIATES, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$105.00

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Corporate Filing Menu

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JAN - 4 2010

EXAMINER

- RECEIVED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
2009 DEC 31 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A99-1873

**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
MARINA CLINTON ASSOCIATES, LTD.**

Pursuant to the provisions of §620.1202 and §620.1115, Florida Statutes, this limited partnership, whose certificate was filed with the Florida Department of State on November 15, 1999, as amended to date, adopts the following Amended and Restated Certificate of Limited Partnership (the "Certificate"):

1. The current name of the Partnership is MARINA CLINTON ASSOCIATES, LTD.
(the "Partnership").

2. The address of the office where records shall be kept shall be 1600 Hopkins Crossroad, Minnetonka, Minnesota 55305. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

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

CHC MARINA BAY GP, LLC,
a Florida limited liability company
161 St. Anthony Avenue, Suite 820
St. Paul, Minnesota 55103

4. The mailing address of the Partnership is 1600 Hopkins Crossroad, Minnetonka, Minnesota 55305.

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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109-123179

The Certificate has been executed by the undersigned this 31st day of December, 2009.

GENERAL PARTNER:

CHC MARINA BAY GP, LLC, a Florida
limited liability company

By: Community Housing Corporation of
America, Inc., a Delaware nonprofit corporation,
its Sole Member

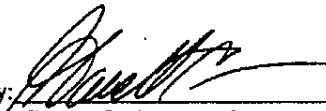
By: Susan Landwehr
Susan M. Landwehr, President

FILED
2009 DEC 31 AM 9:39
CLERK OF DISTRICT COURT
JANUARY 1, 2010
TALLAHASSEE, FLORIDA

The Certificate has been executed by the undersigned this 31st day of December, 2009.

WITHDRAWING GENERAL PARTNER:

SHELTER MARINA BAY LLC, a Florida limited liability company

By: 
Garrett Carlson, Jr., Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for MARINA CLINTON ASSOCIATES, 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.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.**, a Florida corporation

By: _____

Gloria E. Nadal
Gloria E. Nadal, Vice President

Dated this 31st day of December, 2009.

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