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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 203-0383

From: AMY J. PATTERSON
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 650-1065

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LIMITED PARTNERSHIP AMENDMENT

CNL RETIREMENT MA3 CALIFORNIA, LP

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**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

CNL Retirement MA3 California, LP

(Insert name currently on file with Florida Dept. of State)

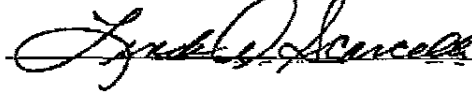
Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

The OLD General Partner was: CNL Retirement MA3 GP Holding, LLC.

The NEW General Partner is: CNL Retirement MA3 A Pack GP, LLC. Its address is 450 S. Orange Avenue, Orlando, FL 32801-3336.

By: CNL Retirement MA3 A Pack GP, LLC as General Partner



Linda A. Scarcelli, Assistant Secretary of GP

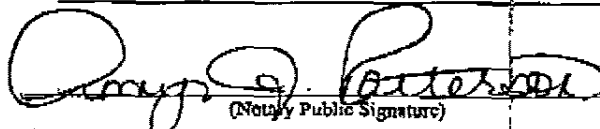
(Typed or printed name of General Partner signing above)

STATE OF FLORIDA

COUNTY OF ORANGE

On this 13th day of May, 2004, Linda A. Scarcelli personally appeared before me,

- ☒ who is personally known to me
☐ whose identity I proved on the basis of _____


(Notary Public Signature)

Amy J. Patterson

(Notary's Printed Name)

Seal

My Commission Expires:



Amy J. Patterson
My Commission 000203735
Expires June 27, 2007

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