

Division of Corporations

B0400000416

Florida Department of State
Division of Corporations
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.

(((H12000029812 3)))



H120000298123ABCZ

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) 617-6383

From:

Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 540-2699

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: amy.patterson@cnl.com

***Please coordinate this filing with fax audit #: H120000298043**

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
CNL INCOME PARTNERS, LP

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$113.75

RECEIVED

12 FEB -3 PM 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

112A-4704

Electronic Filing Menu

Corporate Filing Menu

Help

H12000029812 3

FILED

12 FEB -3 PM 12:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:
CNL Income Partners, LP

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: September 29, 2004

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:
CLP Partners, LP

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

Name:

Business Address:

CLP GP Corp. F04-5502

450 S. Orange Avenue
Orlando, FL 32801

H12000029812 3

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

☐

The entity elects to be a limited liability limited partnership.

☐

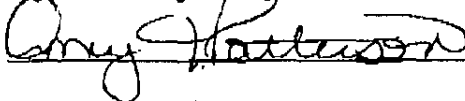
The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:



Typed or printed name:

Amy J. Patterson, Assistant Secretary of GP

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

FILED
12 FEB -3 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H1200029812 3

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CNL INCOME PARTNERS, LP", CHANGING ITS NAME FROM "CNL INCOME PARTNERS, LP" TO "CLP PARTNERS, LP", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JANUARY, A.D. 2012, AT 5:16 O'CLOCK P.M.

3858743 8100

120091885

You may verify this certificate online
at corp.delaware.gov/authoer.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9325712

DATE: 01-27-12

H12000029812 3

H12000029812-3

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:23 PM 01/26/2012
FILED 05:16 PM 01/26/2012
SRV 120091885 - 3858743 FILE

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF LIMITED PARTNERSHIP

OF

CNL INCOME PARTNERS, LP

FIRST. The name of the limited partnership is CNL INCOME PARTNERS, LP
(the "Partnership").

SECOND. Article 1 of the Certificate of Limited Partnership of the Company, filed
on 9/23/2004 in the Office of the Secretary of State of the State of Delaware, shall be amended
as follows:

The name of the Partnership shall be CLP Partners, LP.

IN WITNESS WHEREOF, the undersigned Authorized Person of the General Partner of the
Partnership has executed this Certificate of Amendment to Certificate of Limited Partnership this
26th day of January, 2012.

By: **CNL INCOME GP CORP.,**
as General Partner

By: /S/ AMY J. PATTERSON

Name: Amy J. Patterson

Title: Assistant Secretary

H12000029812 3