

B07000000174

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 AUG 23 AM 11:55

T. Hampton AUG 24 2007

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** US Sterling Investment Fund, LP  
(Name of Foreign Limited Partnership or Limited Liability Limited Partnership)

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Leigh Gerke

(Contact Person)

Avante Holding Group, Inc.

(Firm/Company)

2910 Bush Dr.

(Address)

Melbourne, FL 32935

(City, State and Zip Code)

For further information concerning this matter, please call:

Leigh Gerke

(Name of Contact Person)

at ( 321 ) 421-6349

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

\$52.50 Filing Fee

\$61.25 Filing Fee  
and Certificate of  
Status

\$105.00 Filing Fee  
and Certified Copy

\$113.75 Filing Fee,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**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:

US Sterling Investment Fund, LP

2. The jurisdiction of its formation is: B07000000174

3. The date the entity was authorized to transact business in Florida is: 5/29/07

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

N/A

*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:

RTD Management Services, LLC

2910 Bush Dr.

Melbourne, 32935

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

N/A

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

N/A

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

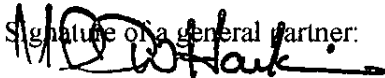
The entity elects to be a limited liability limited partnership.

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: 6/29/07  
*(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:

Michael W. Hawkins, RTD Management Services, LLC

<b>Filing Fee:</b>	<b>\$52.50</b>
<b>Certified Copy (optional):</b>	<b>\$52.50</b>
<b>Certificate of Status (optional):</b>	<b>\$8.75</b>

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 AUG 23 AM 11:56

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:00 AM 07/05/2007  
FILED 08:00 AM 07/05/2007  
SRV 070784217 - 4331916 FILE

**STATE OF DELAWARE  
AMENDMENT TO THE CERTIFICATE OF  
LIMITED PARTNERSHIP**

The undersigned, desiring to amend the Certificate of Limited Partnership pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

FIRST: The name of the Limited Partnership is US Sterling Investment  
Fund, LP

SECOND: Article 3 of the Certificate of Limited Partnership shall be amended as follows:

The name and mailing address of each general partner is as follows: RTD Management Services, LLC  
2910 Bush Dr., Melbourne, FL 32935

IN WITNESS WHEREOF, the undersigned executed this Amendment to the Certificate of Limited Partnership on this 29 day of June, A.D. 2007.

RTD Management Services, LLC

By: 

General Partner(s)

Name: Michael W. Hawkins

Print or Type