

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

LINDA A. SCARCELLI
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: linda.scarcelli@cnl.com

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
CNL MACQUARIE GROWTH, LP

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JUL 19 PM 6:41

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Electronic Filing Menu

Corporate Filing Menu

Help

B. BOSTICK

JUL 20 2011

EXAMINER

**WRITTEN CONSENT OF GENERAL PARTNER OF
GLOBAL GROWTH, LP**

The undersigned, Global Growth GP, LLC, a Delaware limited liability company (the "General Partner") is the sole General Partner of Global Growth, LP, a Delaware limited partnership, (the "Partnership"), does hereby adopt the following resolutions by written consent (the "Consent"). The resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as if adopted at a formal meeting, duly called and held for the purpose of acting upon proposals to adopt such resolutions.

WHEREAS, effective June 30, 2011 the Partnership filed an amendment to the Certificate of Limited Partnership in the State of Delaware to change its name from CNL Macquarie Growth, LP to Global Growth, LP;

WHEREAS, the Partnership is qualified to do business in the State of Florida; and

WHEREAS, Global Growth, LP, the current name of the Partnership, is not available in the State of Florida;

NOW, THEREFORE BE IT RESOLVED, that the Partnership hereby adopts the following alternate name in the State of Florida:

"Global Growth Trust Operating Partnership, LP"

IN WITNESS WHEREOF, the undersigned has duly executed this Consent effective as of the 18th day of July, 2011.

GLOBAL GROWTH GP, LLC, a Delaware limited liability company, its General Partner
By: **GLOBAL GROWTH TRUST, INC.**, a Maryland corporation, its Managing Member

By: _____

Robert A. Bourne
Chief Executive Officer

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STATE
TREASURER, FLORIDA

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**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 Macquarie Growth, LP

609000000034

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: March 9, 2009

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

"Global Growth Trust Operating Partnership, 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 L.L.L.P.

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

Name:

Business Address:

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STATE OF FLORIDA
TALLAHASSEE

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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.

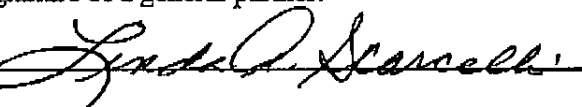
10. Effective date, if other than the date of filing: _____

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

Global Growth GP, LLC, its General Partner

By: Global Growth Trust, Inc., its Managing Member

Signature of a general partner:

By: 

Typed or printed name:

Linda A. Scarcelli, Assistant Secretary

Filing Fee: \$52.50

Certified Copy (optional): \$52.50

Certificate of Status (optional): \$8.75

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TALLAHASSEE, FLORIDA

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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 MACQUARIE GROWTH, LP", CHANGING ITS NAME FROM "CNL MACQUARIE GROWTH, LP" TO "GLOBAL GROWTH, LP", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2011, AT 2:54 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTIETH DAY OF JUNE, A.D. 2011.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8871419

DATE: 06-29-11

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**STATE OF DELAWARE
AMENDMENT TO CERTIFICATE OF
LIMITED PARTNERSHIP
OF
CNL MACQUARIE GROWTH, LP**

The undersigned, desiring to amend the Certificate of Limited partnership pursuant to 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: CNL Macquarie Growth, LP

SECOND: Article FIRST of the Certificate of Limited partnership filed on December 19, 2008, in the office of the Secretary of State of the State of Delaware, is hereby amended as follows:

The name of the limited partnership shall be Global Growth, LP

THIRD: Article THIRD of the Certificate of Limited Partnership is hereby amended as follows:

The name and address of the sole general partner of the limited partnership is as follows:
Global Growth GP, LLC, CNL Center at City Commons, 450 South Orange Avenue, Orlando,
FL 32801-3336

FOURTH: The effective date of this Amendment to Certificate of Limited Partnership shall be June 30, 2011.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to Certificate of Limited Partnership this 28 day of June, 2011.

GLOBAL GROWTH GP, LLC, a
Delaware limited liability company, its Sole
General Partner
By: CNL Macquarie Global Growth
Trust, Inc., a Maryland corporation,
Managing Member

By: SS054
Steven D. Shackelford
Chief Financial Officer and
Secretary

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July 13, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CNL MACQUARIE GROWTH, LP
PO BOX 4920
ORLANDO, FL 32802

SUBJECT: CNL MACQUARIE GROWTH, LP
REF: B09000000034

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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The name of the entity cannot include ~~Limited Partnership and LP~~

You must submit a copy of the written consent of the managers or managing members adopting the alternate name for Florida.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6028.

Barbara Bostick
Regulatory Specialist II

FAX Aud. #: H11000176344
Letter Number: 711A00016604

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*submitting
with alternate name
& written consent*

P.O. BOX 6327 - Tallahassee, Florida 32314

Attached



July 11, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CNL MACQUARIE GROWTH, LP
PO BOX 4920
ORLANDO, FL 32802

SUBJECT: CNL MACQUARIE GROWTH, LP
REF: B09000000034

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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P97000103757

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6028.

Barbara Bostick
Regulatory Specialist II

FAX Aud. #: H11000176344
Letter Number: 811A00016371

*Re-submitting with
proposed new name in Florida*