

# B0900000000035

Florida Department of State  
Division of Corporations  
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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 INCOME, LP**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$105.00

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**T. HAMPTON**

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January 13, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CNL MACQUARIE INCOME, LP  
450 SO. ORANGE AVE.  
ORLANDO, FL 32801

SUBJECT: CNL MACQUARIE INCOME, LP  
REF: B09000000035

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.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton  
Regulatory Specialist II  
Registration/Qualification Section

FAX Aud. #: H10000007312  
Letter Number: 110A00000981

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Attached*  
*Thank you*

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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 Income, LP

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:

Macquarie CNL Income, 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:



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10 JAN 13 AM 9:28

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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:

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

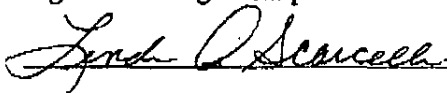
- ☐ The entity elects to be a limited liability limited partnership.
- ☐ The entity is no longer a limited liability limited partnership.

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:

Linda A. Scarcelli, Assistant Secretary of  
Managing Member of General Partner

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

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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 INCOME, LP", CHANGING ITS NAME FROM "CNL MACQUARIE INCOME, LP" TO "MACQUARIE CNL INCOME, LP", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2009, AT 12 O'CLOCK P.M.

4661471 8100

091120897

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7718034

DATE: 12-23-09

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:10 PM 12/21/2009  
FILED 12:00 PM 12/21/2009  
SRV 091120897 - 4661471 FILE

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

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: CNL Macquarie Income, LP.

**SECOND:** Article FIRST of the Certificate of Limited Partnership filed on March 4, 2009, 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 Macquarie CNL Income, 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: Macquarie CNL Income GP, LLC, CNL Center at City Commons, 450 South Orange Avenue, Orlando, FL 32801-3336.

**IN WITNESS WHEREOF**, the undersigned executed this Amendment to the Certificate of Limited Partnership this 18th day of December, 2009.

**By: MACQUARIE CNL INCOME GP, LLC**, a Delaware limited liability company, its Sole General Partner

**By: CNL Macquarie Global Income Trust, Inc.**, a Maryland corporation, as Managing Member of Sole General Partner

By: 

Curtis B. McWilliams  
President