

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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((H11000038737 3)))



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To:

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

From:

AMY J. PATTERSON

Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000 1340
Fax Number : (407) 540-2699

*Please coordinate this filing with filing for fax audit
H11000038735 3 - entity: CNL Diversified Properties GP, LLC
**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

RECEIVED
11 FEB 14 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
CNL DIVERSIFIED PROPERTIES, LP

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

11 FEB 14 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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G. MCLEOD

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EXAMINER

H11000038737 3

**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 Diversified Properties, LP

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: July 13, 2010

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

CNL Properties Trust, 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:

CNL Properties Trust GP, LLC

450 S. Orange Avenue
Orlando, FL 32801

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TALLAHASSEE, FLORIDA

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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.

☐

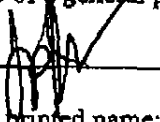
The entity is no longer a limited liability limited partnership.

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.)

Signature of a general partner:



Typed or printed name:

Joseph T. Johnson, Manager of GP

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

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 DIVERSIFIED PROPERTIES, LP", CHANGING ITS NAME FROM "CNL DIVERSIFIED PROPERTIES, LP" TO "CNL PROPERTIES TRUST, LP", FILED IN THIS OFFICE ON THE FOURTH DAY OF FEBRUARY, A.D. 2011, AT 11:16 O'CLOCK A.M.

4840095 8100

110117701

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8543021

DATE: 02-07-11

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:22 AM 02/04/2011
FILED 11:16 AM 02/04/2011
SRV 110117701 - 4840095 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

CNL DIVERSIFIED PROPERTIES, LP

CNL DIVERSIFIED PROPERTIES, LP (hereinafter called the "partnership"), a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act (the "Act"), for the purpose of amending Certificate of Limited Partnership filed with the office of the Secretary of State of Delaware on June 23, 2010, hereby certifies that:

1. The name of the limited partnership is CNL Diversified Properties, LP
2. Pursuant to provisions of Section 17-202, Title 6, Delaware Code, the Certificate of Limited Partnership is amended as follows:

The name of the limited partnership is CNL Properties Trust, LP.

The undersigned, a general partner of the partnership, executed this Certificate of Amendment on February 2, 2011.

By: CNL PROPERTIES TRUST GP, LLC, a
a Delaware limited liability company, as
General Partner

By: CNL PROPERTIES TRUST, INC.,
a Maryland corporation, Sole Member of
General Partner

By: 
R. Byron Carlock, Jr., President