

B110000000079

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(Document Number)

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DIVISION OF CORPORATIONS
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FILED
13 NOV 27 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LP AMEND

1. TERRACAP PARTNERS II (HNW) LP

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

13 NOV 27 PM 1:16

DIVISION OF CORPORATIONS

November 21, 2013

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: TERRACAP PARTNERS II (HNW) LP
Ref. Number: B11000000079

We have received your document for TERRACAP PARTNERS II (HNW) LP and the authorization to debit your account in the amount of \$227.50. However, the document has not been filed and is being returned for the following:

Our records show the date the entity was authorized to transact business in Florida was April 11, 2011.

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.

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) 245-6051.

Teresa Brown
Regulatory Specialist II

Letter Number: 813A00026913

Corrected

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

FILED
13 NOV 27 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

TerraCap Partners II (HNW) LP

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: 4-11-2011

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

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:

TerraCap GP II, LLC

23421 Walden Center Drive - Suite #300
Bonita Springs, Florida 34134

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:

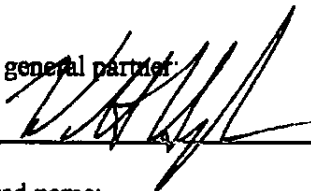
8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- ☐ 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:

Walter S. Hagenbuckle

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 "TERRACAP PARTNERS II (HNV) LP", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF NOVEMBER, A.D. 2013, AT 9:11 O'CLOCK A.M.

4960969 8100

131338673

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0929229

DATE: 11-26-13

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:16 AM 11/22/2013
FILED 09:11 AM 11/22/2013
SRV 131338673 - 4960969 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 _____
TerraCap Partners II (ENW) LP

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

To change the general partner from TerraCap GP II CORP to TerraCap GP II, LLC

IN WITNESS WHEREOF, the undersigned executed this Amendment to the Certificate of Limited Partnership on this 21 day of November, A.D. 2012.

By: 

TerraCap GP II, LLC, as General Partner(s)

Name: WALTER S. HAGENBUCK

Print or Type as Manager of
TerraCap GP II, LLC