Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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Corporate Filing Menu

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COVER LETTER

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TO: Registration Section Division of Corporations	
	Wealth Partners, LP
Name of Foreign Limited F	Partnership or Limited Liability Limited Partnership
The enclosed amendment and fee(s) are s	ubmitted for filing.
Please return all correspondence concerni	ing this matter to:
Joan Kershaw	·
Contact Person	
Affiliated Managers Group	o, Inc.
Pirm/Company	
600 Hale Street	
Address	·
Prides Crossing, MA_01	965
City, State and Zip Code	
	· ·
joan.kershaw@amg.co	m
E-mail address: (to be used for future annual	report notification)
For further information concerning this m	atter, please call:
Joan Kershaw	at (617) 747-3328
Name of Contact Person	Area Code and Daytime Telephone Number
Enclosed is a check for the following amo	ount:
\$52.50 Filing Fee and Certificate of Status	\$105.00 Filing Fee \$113.75 Filing Fee, and Certified Copy Certified Copy, and Certificate of Status
STREET ADDRESS:	MAILING ADDRESS:
Registration Section	Registration Section
Division of Corporations	Division of Corporations
Clifton Building	P. O. Box 6327
661 Executive Center Circle Callahassee, FL 32301	Tallahassee, FL 32314

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12 OCT-29 PH I2: 09

AMENDMENT TO CERTIFICATE OF AUTHORITY SLORE ART OF STATE FOR FOR STATE FOR FOREIGN LIMITED PARTNERSHIP OR LIMITED LIABILITY LIMITED PARTNERSHIP

The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is: AMG Wealth Partners, LP				
2. The jurisdiction of its formation is:	Delaware			
3. The date the entity was authorized to tr	ransact business in Florida is: May 6, 2011			
4. If the amendment changes the name of limited partnership, enter the new name:	the limited partnership or limited liability			
Acceptable Limited Partnership suffixes: Limited Acceptable Limited Liability Limited Partnership s or LLLP.	Partnership, Limited, L.P., L.P., or Ltd. suffixes: Limited Liability Limited Partnership, L.L.L.P.			
5. If the amendment changes the general partner: Name:	partner(s), list the name and business address of Business Address;			
AMG WP GP Holdings Corp F12-4449	c/o AMG, 600 Hale Street Prides Crossing, MA 01965			

Page 1 of 2

7. If the amendment corrects any financial statement being corrected and the correct	alse statement listed in the application, indicate the correction:		
8. If the amendment is to add or de partnership statement, check the ap	elete an election to be a limited liability limited propriate box:		
The entity elects to b	be a limited liability limited partnership.		
The entity is no long	The entity is no longer a limited liability limited partnership.		
aforementioned amendment(s), dul	te, no more than 90 days olds, evidencing the y authenticated by the official having custody of a law of which this entity is organized.		
10. Bifoctive date, if other than the (Effective date cannot be prior to nor more Department of State.)	e date of filing: e than 90 days after the date this document is filed by the Florida		
Signature of a general partner:	·		
Typed or printed name:			
John Kingston, III, VP and Secre	etary		
Filing Fee: Certified Copy (optional): Certificate of Status (optional):	\$52.50 \$52.50 \$8.75		

Page 2 of 2

Delaware

Dage :

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 "AMG WEALTH PARTNERS,"

LP", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF SEPTEMBER,

A.D. 2012, AT 5:52 O'CLOCK P.M.

4958248 9100

121072608

You may verify this certificate online

AUTHENTICATION: 9876740

DATE: 09-27-12

ZCOCCOCOO ON:II ZINZ/GN/I

State of Delaware Secretary of State Division of Corporations Delivered 06:06 PM 09/26/2012 FILED 05:52 PM 09/26/2012 SRV 121072608 - 4958248 FILE

STATE OF DELAWARE

AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHHIP

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 AMG Wealth Partners, LP

SECOND:

Article 3 of the Certificate of Limited Partnership shall be

amended as follows:

The previous General Partner has withdrawn and the name and business address of the new General Partner admitted is:

AMG WP GP Holdings Corp. 600 Hale Street Prides Crossing, MA 01965

THIRD:

This Amendment to the Certificate of Limited Partnership shall become effective upon filing.

IN WITNESS WHEREOF, the undersigned, being the sole general partner of the partnership, has caused this Amendment to the Certificate of Limited Partnership to be executed on this 26th day of September, 2012.

GENERAL PARTNER:

AMG WP GP HOLDINGS CORP.

By:

John Kingyon, III

Vice President and Secretary