

B930000000434

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

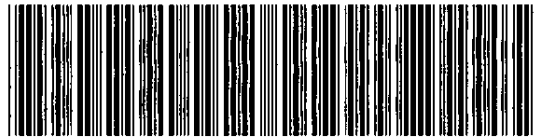
Special Instructions to Filing Officer:

A. LUNT

APR 15 2010

EXAMINER

Office Use Only



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 APR 14 AM 10:02

FILED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 27, 2010

TERENCE J COLLINS
CAPREIT, INC.
11200 ROCKVILLE PIKE SUITE 100
ROCKVILLE, MD 20852

SUBJECT: BAILEY-APOLLO SUTTON PLACE APARTMENTS, LIMITED
PARTNERSHIP
Ref. Number: B93000000434

We have received your document for BAILEY-APOLLO SUTTON PLACE APARTMENTS, LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability limited partnership must have an active registration/filing on file with this office before this filing can be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 245-6094.

Agnes Lunt
Regulatory Specialist II

Letter Number: 710A00002252

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BAILEY-APOLLO SUTTON APARTMENTS, LIMITED Partnership
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

TERENCE J COLLINS VP FINANCE & ACCTG

Contact Person

CAPREIT, INC.

Firm/Company

11200 ROCKVILLE PIKE SUITE 100

Address

ROCKVILLE, MD 20852

City, State and Zip Code

TCOLLINS@CAPREIT.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

TERENCE J. COLLINS

Name of Contact Person

at (301)

231-8700

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$52.50 Filing Fee ☐ \$61.25 Filing Fee and Certificate of Status ☐ \$105.00 Filing Fee and Certified Copy ☐ \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

2010 APR 14 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2010 APR 14 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:
BAILEY-APOLLO SUTTON APARTMENTS, LIMITED PARTNERSHIP
2. The jurisdiction of its formation is: DELAWARE
3. The date the entity was authorized to transact business in Florida is: 10/18/1993
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:

<u>Name:</u>	<u>Business Address:</u>
<u>MARCLIFF SUTTON PLACE GP, LLC</u>	<u>11200 ROCKVILLE PIKE SUITE 100</u>
	<u>ROCKVILLE, MD 20852</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

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:



By: Marcliff Sutton Place GP, LLC, the General Partner
BY:

Typed or printed name:

TERENCE J COLLINS VP FINANCE & ACCTG

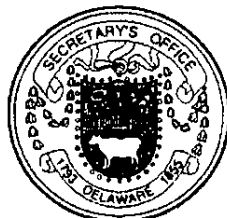
Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "BAILEY-APOLLO SUTTON PLACE APARTMENTS, L.P.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF AUGUST, A.D. 2007, AT 9:54 O'CLOCK A.M.



2355213 8100

070972036

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5966159

DATE: 08-30-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:45 AM 08/30/2007
FILED 09:54 AM 08/30/2007
SRV 070972036 - 2355213 FILE

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
BAILEY-APOLLO SUTTON PLACE APARTMENTS, L.P.

This Certificate of Amendment to the Certificate of Limited Partnership of Bailey-Apollo Sutton Place Apartments, L.P. (the "Limited Partnership") is being filed by the undersigned pursuant to Section 17-202 of the Delaware Revised Uniform Limited Partnership Act.

1. The name of the Limited Partnership is Bailey-Apollo Sutton Place Apartments, L.P.
2. Paragraph 3 is amended as follows:

The name and address of the sole general partner is

Marcliff Sutton Place GP, LLC, a Maryland limited liability company.

11200 Rockville Pike
Suite 100
Rockville, Maryland 20852

3. This Certificate of Amendment to Certificate of Limited Partnership of Bailey-Apollo Sutton Place Apartments, L.P., is effective as of August 30th, 2007.

IN WITNESS WHEREOF, the undersigned, constituting the sole general partner of the Limited Partnership, has caused this Certificate of Amendment to Certificate of Limited Partnership to be duly executed.

Marcliff Sutton Place, GP, LLC,
a Maryland limited liability company

By: 
Richard L. Kadish, President

Date of Execution: August 30, 2007