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Division of Corporations Page 1 of 1

Florida Department of State
Division of Corporations
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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
WOODBERRY WOODS PARTNERS, L.P., LTD.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$52.50

K. SALY
EXAMINER
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2014 APR -2 PM 12:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA**AMENDMENT TO CERTIFICATE OF AUTHORITY FOR
FOREIGN LIMITED PARTNERSHIP**

Pursuant to the provisions of §620.1202, Florida Statutes, the undersigned, constituting the former and current general partners of Woodberry Woods Partners, L.P., a California limited partnership (the "Partnership"), submit the following:

1. The name of the Partnership as it appears on the records of the Florida Department of State is Woodberry Woods Partners, L.P., Ltd.
2. The jurisdiction of the Partnership's formation is California.
3. The date the Partnership was authorized to transact business in Florida is December 9, 1994.
4. The name and business address of the General Partner is:

CED Capital Holdings III, Ltd., a Florida limited partnership
700 West Morse Blvd., Suite 220
Winter Park, Florida 32789

5. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment, duly authenticated by the official having custody of records in the jurisdiction under the law of which the Partnership is organized.

The undersigned has hereunto executed this Amendment this 3rd day of March, 2014.

FORMER GENERAL PARTNER:

SAS WOODBERRY WOODS MANAGERS, L.L.C., a
Florida limited liability company

By: Southern Affordable Services, Inc., a Florida not-
for-profit corporation, its sole member

By: 
Jay P. Brock, Executive Vice President

GENERAL PARTNER:

CED CAPITAL HOLDINGS III, LTD., a Florida limited
partnership

By: CED Construction, Inc., a Florida corporation, its
general partner

By: _____
Brian Spear, Vice President

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TALLAHASSEE, FLORIDA

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By: _____
Jay P. Brock, Executive Vice President

GENERAL PARTNER:


CED CAPITAL HOLDINGS III, LTD., a Florida limited
partnership

By: CED Construction, Inc., a Florida corporation, its
general partner


By: Brian Spear
Brian Spear, Vice President

LP-2	Amendment to Certificate of Limited Partnership (LP)	
<p>To change information of record for your LP, fill out this form, and submit for filing along with:</p> <ul style="list-style-type: none"> - A \$30 filing fee. - A separate, non-refundable \$15 service fee also must be included, if you drop off this completed form. <p>Items 3-7: Only fill out the information that is changing. Attach extra pages if you need more space or need to include any other matters.</p> <p style="text-align: center;">For questions about this form, go to www.sos.ca.gov/business/a/2013-lp-2.htm</p>		<p>FILED <i>of JKL</i></p> <p>Secretary of State State of California</p> <p>MAR 07 2014</p> <p><i>IPC</i> This Space For Office Use Only</p>
① LP's File No. (Issued by CA Secretary of State)	② LP's Exact Name (on file with CA Secretary of State)	
199407600006	WOODBERRY WOODS PARTNERS, LP.	
<p>New LP Name</p> <p>③ <u>Proposed New LP Name</u> _____ The new LP name must end with "Limited Partnership," "LP," or "LP," and may not contain "bank," "insurance," "trust," "trusts," "incorporated," "inc.," "corporation," or "corp."</p>		
<p>New LP Address</p> <p>④ a. <u>Street Address of Designated Office in CA</u> _____ City (no abbreviations) _____ State _____ Zip _____</p> <p>b. <u> mailing Address of LP, if different from 4a</u> _____ City (no abbreviations) _____ State _____ Zip _____</p>		
<p>New Agent/Address for Service of Process (The agent must be a CA resident or qualified 100% corporation in CA.)</p> <p>⑤ a. <u>Agent's Name</u> _____</p> <p>b. <u>Agent's Street Address (if agent is not a corporation)</u> _____ City (no abbreviations) _____ State _____ Zip _____</p>		
<p>General Partner Changes</p> <p>⑥ a. <u>New general partner:</u> _____ Name _____ Address _____ City (no abbreviations) _____ State _____ Zip _____</p> <p>b. <u>Address change:</u> _____ Name _____ New Address _____ City (no abbreviations) _____ State _____ Zip _____</p> <p>c. <u>Name change:</u> Old name: _____ New name: _____</p> <p>d. <u>Name of dissociated general partner:</u> RAS Woodberry Woods Managers, LLC</p>		
<p>Dissolved LP (Either check box a or check box b and complete the information. <i>Note:</i> To terminate the LP, also file a Certificate of Cancellation (Form LP-477), available at www.sos.ca.gov/business/a/2013-lp-477.htm.)</p> <p>⑦ a. <input type="checkbox"/> The LP is dissolved and wrapping up its affairs.</p> <p>b. <input type="checkbox"/> The LP is dissolved and has no general partners. The following person has been appointed to wrap up the affairs of the LP: _____ Name _____ Address _____ City (no abbreviations) _____ State _____ Zip _____</p>		
<p>Read and sign below: This form must be signed by (1) at least one general partner (2) by each person listed in Item 6a; and (3) by each person listed in Item 6d if that person has not filed a Certificate of Dissolution (Form LP-101). If Item 7b is checked, the person listed must sign. If a trust, association, attorney-in-fact, or any other person not listed above is signing, go to www.sos.ca.gov/business/a/2013-lp-2.htm for more information. If you need more space, attach extra pages that are 1-sided and on standard letter-sized paper (8 1/2" x 11"). All attachments are part of this amendment. Signing this document attests under penalty of perjury that the stated facts are true.</p>		
<p>_____ Sign here</p> <p>_____ Sign here</p>		<p>SEE ATTACHED SIGNATURE PAGE</p> <p>_____ Print your name here</p> <p>_____ Print your name here</p>
<p>_____ Date</p> <p>_____ Date</p>		<p>_____ Date</p> <p>_____ Date</p>
<p>Make check/money order payable to Secretary of State Upon filing, we will return one (1) unrecorded copy of your filed document for free, and will certify the copy upon receipt and payment of a \$5 certification fee.</p>		
<p style="text-align: center;">By Mail Secretary of State Business Facilities, P.O. Box 944325 Sacramento, CA 95834-4325</p>		
<p style="text-align: center;">Drop-Off Secretary of State 1800 11th Street, 2nd Floor Sacramento, CA 95814</p>		

Signature Page for Line #8

By: 
Brian Spear, Vice President of
CED Construction, Inc., a Florida corporation, General Partner of
CED Capital Holdings III, Ltd., a Florida limited partnership, now General
Partner

Date: March 8, 2014

By: 
Jay P. Brock, Executive Vice President of
Southern Affordable Services, Inc., a Florida not-for-profit corporation, sole member of
SAS Woodberry Woods Managers, L.L.C., a Florida limited liability company,
dissociated General Partner

Dated March 8, 2014

199407600006