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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N. Culligan

FEB 18 2014

**ICARD MERRILL**  
ATTORNEYS & COUNSELORS

**Richard S. Webb, IV**  
Attorney at Law

2033 Main Street  
Suite 600  
Sarasota, FL 34237  
941.366.8100  
Fax: 941.366.6384  
Mobile: 941.315.5458  
rwebb@icardmerrill.com

icardmerrill.com

October 2, 2013

Department of State  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Rolling Greens MHP, L.P.

Dear Sir/Madam:

Enclosed for filing, please find an original Amended and Restated Certificate of Limited Partnership, together with our check for \$52.50 to cover the filing fee.

Please call with any questions. Thank you for your assistance.

Sincerely,



Carol DeBlasio  
Legal Assistant

RSW:cd  
encs.

U:\rwebb\IVY\ROLLING GREENS -General\dept of state 10-2-13.wpd



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 15, 2013

ICARD, MERRILL, CULLIS, TIMM, FUREN & GINSBURG, PA  
2033 MAIN STREET  
SUITE 600  
SARASOTA, FL 34237

SUBJECT: ROLLING GREENS MHP, L.P.  
Ref. Number: B99000000128

We have received your document for ROLLING GREENS MHP, L.P. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

This is a Foreign LP.

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.

Neysa Culligan  
Regulatory Specialist II

Letter Number: 413A00024097

**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP**

**ROLLING GREENS MHP, L.P.**

In accordance with **Florida Statutes** 620.1202, all of the general partners of **ROLLING GREENS MHP, L.P.**, an Oregon limited partnership, execute and file this Amended and Restated Certificate of Limited Partnership and state as follows:

1. The name of the limited partnership is: **ROLLING GREENS MHP, L.P.**

2. The registered office of the Partnership and address of the office and the name and address of the agent for service of process required to be maintained by **Florida Statutes** 620.1114 is:

Richard S. Webb, IV, Esq.  
Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.  
2033 Main Street, #600  
Sarasota, Florida 34237

3. The name and business address of the sole general partner is:

Olympic Management, LLC, a Nevada limited liability company  
6710 North Scottsdale Road, Suite 235  
Scottsdale, Arizona 85253

4. The mailing address for the limited partnership is:

Rolling Greens MHP, L.P.  
c/o Olympic Management, LLC  
6710 North Scottsdale Road, Suite 235  
Scottsdale, Arizona 85253

5. The latest date upon which the limited partnership is to dissolve is:

December 31, 2038

6. Other matters concerning the limited partnership include:       None

7. An Affidavit as to the amount of capital contributions of the Limited Partners and the amount of capital anticipated to be contributed by the Limited Partners was attached to the original Certificate of Limited Partnership.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, constituting the sole general partner of the foregoing Oregon limited partnership, have executed this Amended and Restated Certificate of Limited Partnership this 30 day of September 2013.

Olympic Management, LLC,  
a Nevada limited liability company

By: BCIF Asset Management, LLC, a Florida  
limited liability company, its manager

By: The Ben & Catherine Ivy Foundation,  
Inc.,

an Arizona non-profit corporation, its manager

By: Catherine E. Ivy  
Catherine E. Ivy, President

STATE OF Arizona  
COUNTY OF Maricopa

The foregoing instrument was acknowledged before me this 30 day of September 2013, by Catherine E. Ivy, as President of The Ben and Catherine Ivy Foundation, an Arizona non-profit corporation, as manager of BCIF Asset Management, LLC, a Florida limited liability company, as manager of Olympic Management, LLC, a Nevada limited liability company, as general partner of Rolling Greens MHP, L.P., an Oregon limited partnership

X who is personally know to me,  
who has produced AZ Dr License as identification.



PAMELA J. STEINKE

Notary Public - State of Arizona  
MARICOPA COUNTY

My Commission Expires Aug. 18, 2016

NOTARY PUBLIC

Print Name Pamela J Steinke

My commission expires: 8/15/2016

#### ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Richard S. Webb, IV, Esq.

Richard S. Webb, IV, Esq.