

10/19/2009 10:29 FAX

Division of Corporations

PO1000006225

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File 1st

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

AMY J. PATTERSON

Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000 1540
Fax Number : (407) 540-2699

* Please coordinate filings.
(Filing order #1)

COR AMND/RESTATE/CORRECT OR O/D RESIGN

CNL MANAGEMENT CORP.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$52.50

RECEIVED

2009 OCT 19 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 OCT 19 PM 3:23

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PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F01000006225

(Document number of corporation (if known))

1. CNL Management Corp.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. December 5, 2001
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? October 13, 2009

5. CNL Management Solutions Corp.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated 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 corporate records in the jurisdiction under the laws of which it is incorporated.

Robert A. Bourne
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

ROBERT A. BOURNE

(Typed or printed name of person signing)

President

(Title of person signing)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 "CNL MANAGEMENT CORP.", CHANGING ITS NAME FROM "CNL MANAGEMENT CORP." TO "CNL MANAGEMENT SOLUTIONS CORP.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF OCTOBER, A.D. 2009, AT 1:47 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3448701 8100

090930850

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7580344

DATE: 10-13-09

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State of Delaware
Secretary of State
Division of Corporations
Delivered 01:54 PM 10/13/2009
FILED 01:47 PM 10/13/2009
SRV 090930850 - 3448701 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
CNL MANAGEMENT CORP.**


This Certificate of Amendment to Amended and Restated Certificate of Incorporation was duly executed and is being filed in accordance with Section 242 of the General Corporation Law of the State of Delaware.

1. The name of the corporation is CNL Management Corp.
2. The Certificate of Incorporation of the corporation filed on October 23, 2001, in the Office of the Secretary of State of the State of Delaware, are hereby further amended as follows:

The name of the corporation shall be CNL Management Solutions Corp.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Amended and Restated Certificate of Incorporation of CNL Management Corp, this 13th day of October, 2009.

CNL MANAGEMENT CORP.,
a Delaware corporation

By: 
Name: Robert A. Bourne
Title: President

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Delaware

PAGE 1

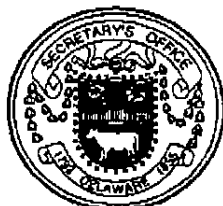
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL MANAGEMENT SOLUTIONS CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF OCTOBER, A.D. 2009.

3448701 8300

090930850

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7580345

DATE: 10-13-09

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