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CSS ADMIN

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Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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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
Fax Number : (407) 540-2699

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: amy.patterson@cnl-com

COR AMND/RESTATE/CORRECT OR O/D RESIGN
CNL INCOME LP CORP.

Certificate of Status	0
Certified Copy	0
Page Count	01 4
Estimated Charge	\$35.00

RECEIVED

12 MAR 30 AM 8:12

TALLAHASSEE, FLORIDA

2012 MAR 30 AM 9:23
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Corporate Filing Menu

Help

ADR
4/2/12

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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)

F04000005494

(Document number of corporation (if known))

1. CNL Income LP Corp.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. September 27, 2004
(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? January 27, 2012

5. CLP LP Partners 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.

Amy J. Patterson
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Amy J. Patterson
(Typed or printed name of person signing)

Assistant Secretary
(Title of person signing)

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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 INCOME LP CORP.", CHANGING ITS NAME FROM "CNL INCOME LP CORP." TO "CLP LP PARTNERS CORP.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2012, AT 4:45 O'CLOCK P.M.

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

3858731 8100

120096463

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9331306

DATE: 01-31-12

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CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF INCORPORATION

OF

CNL INCOME LP CORP.

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:45 PM 01/27/2012
FILED 04:45 PM 01/27/2012
SRV 120096463 - 3858731 FILE

1. The name of the corporation is CNL INCOME LP CORP. (the "Corporation").

2. Article FIRST of the Certificate of Incorporation of the Corporation, filed on 9/23/2004, in the Office of the Secretary of State of the State of Delaware, shall be amended as follows:

"FIRST: The name of the corporation is CLP LP Partners Corp. (the "Corporation")."

IN WITNESS WHEREOF, the undersigned Assistant Secretary of the Corporation has executed this Certificate of Amendment to Certificate of Incorporation this 27th day of January, 2012.

By: /S/ AMY J. PATTERSON

Name: Amy J. Patterson

Title: Assistant Secretary

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CLP PARTNERS, LP
450 S. Orange Avenue
Orlando, FL 32801

September 30, 2012

Secretary of State
Corporations Division
Wilmington, DE

RE: Consent for use of similar name

Dear Sir or Madam:

Please consider this our consent to allow CLP LP Partners Corp., use of similar name in the State of Delaware.

Thank you for your assistance in this regard.

Sincerely,

CLP PARTNERS, LP, (formerly, CNL Income Partners, LP)

By: CLP GP Corp., (formerly CNL Income GP Corp.),
its General Partner

By: /S/ AMY J. PATTERSON

Amy J. Patterson
Assistant Secretary

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