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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 CANADA NOMINEE, INC.**

Certificate of Status	0
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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 CANADA NOMINEE, INC.", CHANGING ITS NAME FROM "CNL CANADA NOMINEE, INC." TO "CLP CANADA NOMINEE, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 2012, AT 12:03 O'CLOCK P.M.

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



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9339149

DATE: 02-02-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:08 PM 02/01/2012
FILED 12:03 PM 02/01/2012
SRV 120110087 - 3864888 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
CNL CANADA NOMINEE, INC.**

1. The name of the corporation is CNL CANADA NOMINEE, INC. (the "Corporation").

2. Article FIRST of the Certificate of Incorporation of the Corporation, filed on 10/7/2004, 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 Canada Nominee, Inc. (the "Corporation")."

IN WITNESS WHEREOF, the undersigned Assistant Secretary of the Corporation has executed this Certificate of Amendment to Certificate of Incorporation this 31st day of January, 2012.

By: /S/ AMY J. PATTERSON
Name: Amy J. Patterson
Title: Assistant Secretary