

Division of Corporations

F05000007151

**Florida Department of State
Division of Corporations
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(((H12000082506 3)))



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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 HOLDING, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	013
Estimated Charge	\$35.00

JUN 13 2012

T. LEWIS

Electronic Filing Menu

Corporate Filing Menu

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June 8, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CNL INCOME HOLDING, INC.
P.O. BOX 4920
ORLANDO, FL 32802

SUBJECT: CNL INCOME HOLDING, INC.
REF: F05000007151

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number five of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P03000014641 - ~~CORPORATION~~ *Income Holding, Inc.*

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) 245-6050.

Thelma Lewis
Document Specialist Supervisor

FAX Aud. #: R12000082506
Letter Number: 112A00016263

RECEIVED
2012 JUN 13 AM 8:12
TO SECRETARY OF REVENUE
FROM DIVISION OF CORPORATIONS

P.O. BOX 6327 - Tallahassee, Florida 32314

H12000082506 3

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)

F05000007151

(Document number of corporation (if known))

1. CNL Income Holding, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware
(Incorporated under laws of)
3. December 9, 2005
(Date authorized to do business in Florida)

FILED
12 JUN 12 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, 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 Holding, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- CLP Income Holding, Inc.
(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)

H12000082506 3

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 HOLDING, INC.", CHANGING ITS NAME FROM "CNL INCOME HOLDING, INC." TO "CLP HOLDING, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2012, AT 12:09 O'CLOCK P.M.

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

4042588 8100

120094122

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



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9328132

DATE: 01-30-12

H12000082506 3

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:28 PM 01/27/2012
FILED 12:09 PM 01/27/2012
SRV 120094122 - 4042588 FILE

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF INCORPORATION

OF

CNL INCOME HOLDING, INC.

1. The name of the corporation is CNL INCOME HOLDING, INC. (the "Corporation").

2. Article FIRST of the Certificate of Incorporation of the Corporation, filed on 10/7/2005, 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 Holding, Inc. (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

H12000082506 3