Florida Department of State

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To:

Division of Corporations

Fax Number

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AMY J. PATTERSON

From:

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 OKEMO MOUNTAIN TRS CORP.

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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.)

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	(1-3 MUS	T BE COMPLETED)	الم الم	
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	(Document num)	ber of corporation (if kno	own)	974 B
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<u> </u>	(Name of corporation as it appear			
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0	Delaware		401047000	7
2	(Incorporated under laws of)	3	10/21/2008 nuthorized to do business in i	71
	(montholater rider rides of)	(Date	Rumorized to do ousiness in i	rionoa)
		ECTION II		
	(4-7 COMPLETE ONL	Y THE APPLICABLE (CHANGES)	
4. If the amer	ndment changes the name of the corpora	tion, when was the c	hange effected under the	laws of
	tion of incorporation?Februa			
res Juriseire	ation of incorporation?	11 y 1, 2012	-	
5	Ct P Okemo	Mountain TRS Co	arn.	
(Name of	CLP Okemo corporation after the amendment, adding	suffix "cornoration	" "Company " or "incom	orated " or
appropria	te abbreviation, if not contained in new	name of the corporat	tion)	oraca, or
		•		
(If new nam	ne is unavailable in Florida, enter alterna	ite corporate name a	dopted for the purpose of	transacting
business in	n Florida)		- ,	-
6. If the amer	ndment changes the period of duration, in	ndicate new period o	f duration.	
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		lew duration)	 _	
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7. If the amen	ndment changes the jurisdiction of incorp	poration, indicate nev	w jurisdiction.	
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	. (Ne	w jurisdiction)		
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o. Attached is 90 days ori	or to delivery of the application to the D	ort, evidencing the a	imendment, authenticated	d not more than
having cust	s a certificate or document of similar imports delivery of the application to the D tody of corporate records in the jurisdict	ion under the laws of	f which it is incorporated	, or other official
./	1 1/		•	
	mx atterson	;		
(Sign: of a r	ature of a director, president or other officer - if receiver or either court appointed fiduciary, by th	in the hands		
5141	į	• •		
	Amy J. Patterson Typed or printed name of person signing)		Assistant Secretary	
Ţ.	r Ahen or britted name of beizon signing)		(Title of person signing)	

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 OKEMO
MOUNTAIN TRS CORP.", CHANGING ITS NAME FROM "CNL, INCOME OKEMO
MOUNTAIN TRS CORP." TO "CLP OKEMO MOUNTAIN TRS CORP.", FILED IN
THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 2012, AT 11:45
O'CLOCK A.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 cortificate online at corp.delaware.gov/authver.shtml

AUTHENTY CATION: 9339002

DATE: 02-02-12

CSS ADMIN

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State of Delaware Secretary of State Division of Corporations Delivered 11:47 AM 02/01/2012 > FILED 11:45 AM 02/01/2012 SRV 120109860 - 4611978 FILE

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF INCORPORATION

OF

CNL INCOME OKEMO MOUNTAIN TRS CORP.

- 1. The name of the corporation is CNL INCOME OKEMO MOUNTAIN TRS CORP. (the "Corporation").
- 2. Article FIRST of the Certificate of Incorporation of the Corporation, filed on 10/15/2008, 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 Okemo Mountain TRS Corp. (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: Arny J. Patterson Title: Assistant Secretary