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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN

MAR 13 2012

EXAMINER

Moore&VanAllen

March 7, 2012

VIA UPS OVERNIGHT MAIL

Registration Section
Division of Corporations
Florida Department of State
2 South Salisbury Street
Raleigh, North Carolina 27601

Winston Phillips
Paralegal

T 704 331 2410
F 704 378 1971
winstonphillips@mvalaw.com

Moore & Van Allen PLLC

Suite 4700
100 North Tryon Street
Charlotte, NC 28202-4003

Re: PKY Fund I, LLC; PKY Fund II, LLC; and PKY Fund Orlando I, LLC

Dear Sir/Madam:

In connection with the above-referenced matters, please find enclosed three (3) original applications by foreign limited liability company to file Amendment to application for authorization to transact business in Florida (along with photocopies of the same to be used as time-stamped copies) for PKY Fund I, LLC, PKY Fund II, LLC, and PKY Fund Orlando I, LLC for filing at your earliest convenience, along with our firm's check, in the amount of \$75.00, for payment of the required filing fees.

Upon filing, please return a time-stamped copy to me in the enclosed self-addressed – postage paid envelope.

If you have any questions regarding the enclosed, please don't hesitate to contact me.

Very truly yours,

Moore & Van Allen PLLC


Winston Phillips
Paralegal

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PKY Fund I, LLC
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Winston Phillips

Name of Person

Moore & Van Allen PLLC

Firm/Company

100 North Tryon Street, Suite 4700

Address

Charlotte, North Carolina 28202

City/State and Zip Code

Winstonphillips@mvalaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Winston Phillips

Name of Person

at (704)

331-2410

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55 Filing Fee &
Certified Copy

☐ \$60 Filing Fee,
Certificate of Status &
Certified Copy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of
State: PKY Fund I, LLC

2. Jurisdiction of its organization: Delaware

3. Date authorized to do business in Florida: August 29, 2005

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the
change effected under the laws of its jurisdiction of organization? January 1, 2012

5. New name of the limited liability company: FCA Fund I, LLC
(must end with "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in
Florida and attach a copy of the written consent of the managers or managing members adopting
the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C."
or "LLC.")

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

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
- _____

8. If the amendment corrects any false statement, indicate the statement being corrected and the
correction: _____
- _____

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned
amendment(s), duly authenticated by the official having custody of records in the jurisdiction
under the law of which this entity is organized.

FCA FUND I, LLC,
a Delaware limited liability company

By: FCA-III, LLC, a Delaware limited liability
company, its sole member

By: Faison & Associates, LLC, a North Carolina limited
liability company, its manager

By: Edward M Cherry
Name: Edward Cherry
Title: Vice-President

Signature of a member or the authorized representative of a member

See signature block to the left

Typed or printed name of signee

Filing Fee: \$25.00

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Delaware

The First State

PAGE 1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 "PKY FUND I, LLC", CHANGING ITS NAME FROM "PKY FUND I, LLC" TO "FCA FUND I, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2011, AT 4:59 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2012, AT 12:01 O'CLOCK A.M.

4020560 8100

111350625

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9264475

DATE: 12-30-11

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:59 PM 12/29/2011
FILED 04:59 PM 12/29/2011
SRV 111350625 - 4020560 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: PKY Fund I, LLC
2. Effective as of 12:01 a.m. on January 1, 2012, the Certificate of Formation of the limited liability company is hereby amended as follows:

Article 1 is amended to read as follows: "The name of the limited liability company is FCA Fund I, LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate the 29th day of December, 2011.

Sole Member:

Parkway Properties Office Fund, L.P., a Delaware limited partnership

By: PKY Fund, LLC, a Delaware limited liability company

By: James M. Ingram
Name: James M. Ingram
Title: EXP

By: Brad Antici
Name: BRAD ANTICI
Title: VICE PRESIDENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA