

**MO6000004866**

**Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

**AMY J. PATTERSON**

Account Name : CNL FINANCIAL GROUP, INC.  
Account Number : 113615003626  
Phone : (407) 650-1000  
Fax Number : (407) 540-2699

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12 MAR 30 AM 8:32

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**\*\*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

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN  
CNL INCOME SKI II, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	or 3
Estimated Charge	\$25.00

RECEIVED

12 MAR 30 PM 4:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**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: CNL Income Ski II, LLC
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: September 5, 2006

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**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 27, 2012
5. New name of the limited liability company: CLP Ski II, 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.

  
Signature of a member or the authorized representative of a member

Amy J. Patterson, Authorized Representative

Typed or printed name of signer

Filing Fee: \$25.00

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# Delaware

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*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 SKI II, LLC", CHANGING ITS NAME FROM "CNL INCOME SKI II, LLC" TO "CLP SKI II, LLC", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2012, AT 12:56 O'CLOCK P.M.

4212329 8100

120094423

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9328231

DATE: 01-30-12

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**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF FORMATION  
OF  
CNL INCOME SKI II, LLC**

FIRST. The name of the limited liability company is CNL INCOME SKI II, LLC (the "Company").

SECOND. Article 1 of the Certificate of Formation of the Company, filed on 8/29/2006 in the Office of the Secretary of State of the State of Delaware, shall be amended as follows:

The name of the Company shall be CLP Ski II, LLC.

IN WITNESS WHEREOF, the undersigned Authorized Person of the Company has executed this Certificate of Amendment to Certificate of Formation this 27th day of January, 2012.

By: /S/ AMY J. PATTERSON

Name: Amy J. Patterson

Title: Authorized Person

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:13 PM 01/27/2012  
FILED 12:56 PM 01/27/2012  
SRV 120094423 - 4212329 FILE