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To:

Division of Corporations

Fax Number : (850) 617-6383

AMY J. PATTERSON

From:

Account Name : CNL FINANCIAL GROUP, INC.

Account Number : 113615003626 : (407)650-1000 Phone : (407)540-2699 Fax Number

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@eni.com

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN CNL INCOME DARIEN LAKE, LLC

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4/9/2012

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

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SECTION I (1-3 must be completed)

Name of limited liability company as it appears on the records of the Florida Department of State: CNL Income Darien Lake, LLC			
2. Jurisdiction of its organization: Delaware		5	
3. Date authorized to do business in Florida: 2/6/2007	φ α) product	
SECTION II (4-7 complete only the applicable changes)	\$ 9		
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? 2/1/2012			
5. New name of the limited liability company: CLP Darien Lake, 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.")	— ng		
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 jurunder the law of which this entity is organized. Signature of a member or the authorized representative of a member	l Isdicti	on	
Amy J. Patterson, Authorized Representative Typed or printed name of signee			
Filing Fee: \$25.00			

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Delaware

CSS ADMIN

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 DARIEN LAKE, LLC", CHANGING ITS NAME FROM "CNL INCOME DARIEN LAKE, LLC" TO "CLP DARIEN LAKE, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 2012, AT 8:40 O'CLOCK A.M.

4287353 8100

120108592

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

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9337893

DATE: 02-02-12

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State of Delaware Secretary of State Division of Corporations Delivered 09:24 AM 02/01/2012 FILED 08:40 AM 02/01/2012 SRV 120108592 - 4287353 FILE

CERTIFICATE OF AMENDMENT

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CERTIFICATE OF FORMATION

OF

CNL INCOME DARIEN LAKE, LLC

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

SECOND. Article I of the Certificate of Formation of the Company, filed on 1/18/2007 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 Darien Lake, LLC.

IN WITNESS WHEREOF, the undersigned Authorized Person of the Company has executed this Certificate of Amendment to Certificate of Formation this 31st day of January, 2012.

By: /S/ AMY J. PATTERSON

Name: Army J. Patterson Title: Authorized Person