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Florida Department of State

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To:

Division of Corporations

Fax Number : (850)617-6383

AMY J. PATTERSON

Prom:

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@enl.com

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN CNL INCOME HOLLY CREEK MARINA, LLC

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State of Delaware Secretary of State Division of Corporations Delivered 09:43 AM 02/01/2012 FILED 09:05 AM 02/01/2012 SRV 120108724 - 4382777 FILE

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF FORMATION

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CNL INCOME HOLLY CREEK MARINA, LLC

FIRST. The name of the limited liability company is CNL INCOME HOLLY CREEK MARINA, LLC (the "Company").

SECOND. Article 1 of the Certificate of Formation of the Company, filed on 7/3/2007 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 Holly Creek Marina, 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. PATIERSON

Name: Amy J. Patterson
Title: Authorized Person

SECRE FARY OF STALL DIVISION OF CORPORATIONS

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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 HOLLY CREEK MARINA, LLC", CHANGING ITS NAME FROM "CNL INCOME HOLLY CREEK MARINA, LLC" TO "CLP HOLLY CREEK MARINA, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 2012, AT 9:05 O'CLOCK A.M.

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You may verify this certificate onling at corp.delawars.gov/authver.shtml

jeffrey W. Bullock, Secretary of State

UTHENTICATION: 9338003

DATE: 02-02-12