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TALLAHASSEE, FLORIDA

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# PETERSON & MYERS, P.A.

ATTORNEYS AT LAW • SINCE 1948

WINTER HAVEN  
(863) 294-3360  
FAX (863) 299-5498

P.O. Box 1079  
LAKE WALES, FLORIDA 33859-1079

130 EAST CENTRAL AVENUE  
LAKE WALES, FLORIDA 33853  
(863) 676-7611 OR (863) 683-8942  
FAX (863) 676-0643

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FAX (863) 682-8031

LAKE WALES

April 1, 2008

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

Re: *Articles of Correction*  
*Waterfront Co-Investment Fund I, LLC*

To Whom It May Concern:

The enclosed Articles of Correction and fee(s) are submitted for filing. Please return all correspondence to the following:

David G. Fisher  
Peterson & Myers, P.A.  
P.O. Box 1079  
Lake Wales, FL 33859-1079

Enclosed is this firm's check for \$30.00 in payment for the following: \$25.00 Filing Fee, and \$5.00 Certificate of Status.

If you should have any questions, please give me a call.

Sincerely,



David G. Fisher

Enclosures

Cc: John Bennett

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TALLAHASSEE, FLORIDA

J. HARDIN PETERSON, SR.  
(1894-1978)

MICHAEL W. CREWS  
(1941-1991)

M. DAVID ALEXANDER, III  
JOHN B. ALLEN  
PHILIP O. ALLEN  
BRENDA L. APPLIEDORN  
KEVIN A. ASHLEY  
JACK P. BRANDON  
JOSHUA K. BROWN  
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DEBRA L. CLINE  
CLINTON A. CURTIS  
JACOB C. DYKHOORN  
DAVID G. FISHER  
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ANDREA TEVES SMITH  
KEITH H. WADSWORTH  
KERRY M. WILSON  
RYAN W. ZIKA

THOMAS E. BAYNES, JR.  
OF COUNSEL



**ARTICLES OF CORRECTION  
FOR  
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to section 608.4115, F.S., this document is being submitted **within the required 30 business days** to correct the **attached** articles of organization or application to transact business in Florida.

**FIRST:** The name of the limited liability company is:  
Waterfront Co-Investment Fund I, LLC

**SECOND:** The articles of organization or the application to transact business

**(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)**

- ☒ Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:

The Name of the Managing Member should be changed from:

Waterfront Land Fund Advisors I, LLC to

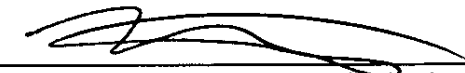
Waterfront Land Fund Advisors, LLC

**OR**

- ☐ Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated: April 1, 2008



Signature of a member or authorized representative of a member

Keith H. Wadsworth

Typed or printed name of signee

**Filing Fee: \$25.00**  
**Certified Copy: \$30.00 (optional)**

**FILED**  
2008 APR - 8 A 8:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Waterfront Co-Investment Fund I, LLC

(Name of Foreign Limited Liability Company; must include "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 include "Limited Liability  
Company," "L.L.C.," "LLC.")

2. North Carolina

(Jurisdiction under the law of which foreign limited liability  
company is organized)

3.

(FEI number, if applicable)

4. 02/13/08

(Date of Organization)

5. perpetual

(Duration: Year limited liability company will cease to  
exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 3129 Springbank Lane

Charlotte, NC 28226

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Waterfront Land Fund Advisors I, LLC

3129 Springbank Lane

Charlotte, NC 28226

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in  
the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a  
translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:

Real Estate

Waterfront Co-Investment Fund I, LLC

By: Waterfront Land Fund Advisors I, LLC, its manager

By: Waterfront Land Fund Management, LLC, its manager

By:

John Bennett, President

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Waterfront Co-Investment Fund, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

\_\_\_\_\_

2. The name and the Florida street address of the registered agent and office are:

Keith H. Wadsworth

(Name)

130 East Central Avenue

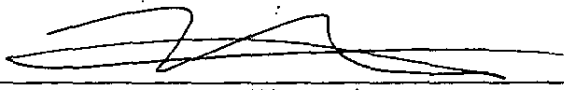
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Lake Wales

FL

City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

  
\_\_\_\_\_  
(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)



# NORTH CAROLINA

## Department of The Secretary of State

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### CERTIFICATE OF EXISTENCE (Limited Liability Company)

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

#### **WATERFRONT CO-INVESTMENT FUND I, LLC**

is a limited liability company duly formed under the laws of the State of North Carolina, having been formed on the 13th day of February, 2008, with its period of duration being Perpetual.

I FURTHER certify that the said limited liability company's articles of organization are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said limited liability company is not administratively dissolved for failure to comply with the provisions of the North Carolina Limited Liability Company Act; and that the said limited liability company has not filed articles of dissolution as of this date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 4th day of March, 2008.

*Elaine F. Marshall*

Secretary of State