

To: FL Dept of State
Subject: 002111.130229

From: Kim Weidenbach

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Division of Corporations

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P03000066530

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

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TALLAHASSEE, FLORIDA

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
SOCAL-LAKES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
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2010 AUG -6 AM 8:00

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TALLAHASSEE, FLORIDA

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To: FL Dept of State
Subject: 002111.130229

From: Kim Weidenbach

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Articles of Amendment
to
Articles of Incorporation
of

Socal-Lakes, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

P03000066530

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

SEE EXHIBIT A ATTACHED

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, Indicate N/A)

N/A

(continued)

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The date of each amendment(s) adoption: August 4, 2010

Effective date if applicable: upon filing
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

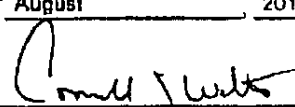
"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 5th day of August, 2010.

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Connell J. Walters

(Typed or printed name of person signing)

Secretary

(Title of person signing)

FILING FEE: \$35

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EXHIBIT A

Article Second is amended by adding:

(a) The purpose or purposes for which the corporation is organized shall be limited to the ownership, mortgage and secured financing, operation, leasing, sales and related activities in respect of Lucerne Apartments located in Brandon, Florida and paying over the net income from the property to an entity(ies) described in Section 501(c)(25)(C) of the Internal Revenue Code of 1986, as amended (the "Code") and, in connection with these purposes, the corporation shall be entitled to exercise the powers granted to it under the laws of the state of Florida. The corporation shall not be empowered to perform any action that would result in the corporation's failing to qualify as a corporation exempt from federal income taxation pursuant to Section 501(c)(25) of the Code.

(b) The corporation shall have one class of stock only, and there shall not be permitted to be more than thirty-five (35) holders of the corporation's one class of stock and any purported transfer of stock that would result in more than thirty-five (35) stockholders shall be null and void and without effect.

(c) Upon a majority vote of the shareholders of the corporation, the shareholders may, following reasonable notice, dismiss any investment advisor previously appointed by the corporation's officers and/or directors to provide services to the corporation.

(d) Any shareholder of the corporation may terminate its interest in the corporation by either:

(a) selling to or exchange with any organization described in Section 501(c)(25)(C) of the Code (or any successor provision of the United States Internal Revenue laws) its shares of stock in the corporation, provided that any such sale or exchange would not result in an increase in the number of shareholders of the corporation above thirty-five (35), and provided further, that such sale or exchange would not violate any applicable Federal or state securities laws; or

(b) upon the receipt of ninety (90) days written notice from the shareholder to the corporation, a shareholder may have its membership interest redeemed by the corporation."

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