



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615
Telephone: (401) 222-3040

**Limited Partnership
Certificate of Amendment**

(Section 7-13-52 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited partnership is CNL APF Partners, LP.

If the partnership's name is changing, state the new name: CNL APF Partners, LP.

If the limited partnership is changing its elected name in the State of Rhode Island, state the new name:

ARTICLE II

A Certificate of Registration was issued to the limited partnership by the Office of the Secretary of State of the State of Rhode Island on 7/10/1998, authorizing it to transact business in Rhode Island under the name of

ARTICLE III

The Application for Certificate of Registration is amended as follows, including, if applicable, a change made in Article I:

If the general character of the business that the limited partnership proposes to transact in Rhode Island is changing, so state:

Owner/lessor of commercial real estate

If the principal office of the limited partnership is changing, so state:

No. and Street: 450 SOUTH ORANGE AVENUE, 11TH FLOOR

City or Town: ORLANDO

State: FL Zip: 32801 Country: USA

If the mailing address of the limited partnership is changing, so state:

No. and Street: 450 S. ORANGE AVENUE

City or Town: ORLANDO

State: FL

Zip: 32801

Country: USA

If there is a change in the general partners of the limited partnership, modify the following section:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PARTNER	CNL APF GP LLC	450 S. ORANGE AVE. ORLANDO, FL 32801 USA

If there are any other provisions to be amended, so state:

Signed this 3 Day of October, 2007 at 11:09:55 AM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the partnership, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-13.*

CNL APF Partners, LP.

Exact Name of Limited Partnership Making Application

By ROSEMARY Q. MILLS OF CNL APF GP, LLC
General Partner

Form No. 352
Revised 09/07

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State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

