

A30872

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

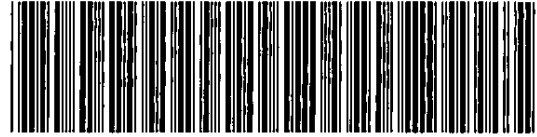
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 12 PM 3:58

T. HAMPTON

MAY 13 2008

EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Panavision International, L.P.
(Name of Foreign Limited Partnership or Limited Liability Limited Partnership)

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Susan Nelson
(Contact Person)

Panavision International, L.P.
(Firm/Company)

6219 De Soto Avenue
(Address)

Woodland Hills, CA 91367
(City, State and Zip Code)

For further information concerning this matter, please call:

Susan Nelson at (818) 316-1000
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$52.50 Filing Fee \$61.25 Filing Fee and Certificate of Status \$105.00 Filing Fee and Certified Copy \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

**AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:
Panavision International, L.P.

2. The jurisdiction of its formation is: Delaware

3. The date the entity was authorized to transact business in Florida is: _____

4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

*Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.*

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

<u>Name:</u>	<u>Business Address:</u>
<u>Panavision GP LLC</u> <u>(M0700000H175)</u>	<u>6219 De Soto Avenue</u> <u>Woodland Hills, CA 91337</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
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_____	_____

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6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

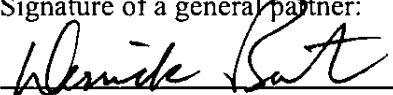
8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- The entity elects to be a limited liability limited partnership.
- The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner:



Typed or printed name:

DERLICE BOSTON

Filing Fee:	\$52.50
Certified Copy (optional):	\$52.50
Certificate of Status (optional):	\$8.75

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "PANAVISION INTERNATIONAL, L.P.", FILED IN THIS OFFICE ON THE THIRD DAY OF JANUARY, A.D. 2007, AT 11:09 O'CLOCK A.M.



2247567 8100

080519070

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6577108

DATE: 05-08-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:59 AM 01/03/2007
FILED 11:09 AM 01/03/2007
SRV 070003760 - 2247567 FILE

CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF LIMITED PARTNERSHIP
OF
PANAVISION INTERNATIONAL, L.P.

Panavision International, L.P., a Delaware limited partnership, does hereby certify as follows:

1. The name of the limited partnership is Panavision International, L.P.

2. Article III. of the Certificate of Limited Partnership (the "Certificate") is hereby amended to read in its entirety as set forth below:

III. The name and mailing address of the sole general partner is as follows:

Panavision GP LLC
6219 De Soto Avenue
Woodland Hills, CA 91367

3. Except as amended hereby, all of the provisions of the Certificate shall continue in full force and effect.

PANAVISION INTERNATIONAL, L.P.
By: Panavision GP LLC, general partner

By: 
Name: Damien Sullivan
Title: Vice President, General Counsel

Dated: January 2, 2007