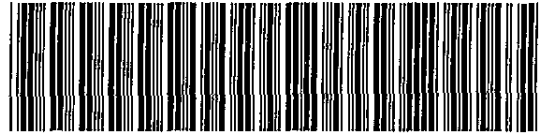


A93000000142

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02 DEC -3 PM 2:00

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TALLAHASSEE, FLORIDA



000009210310

12/03/02--01046--024 \*\*61.25

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DIVISION OF CORPORATION

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

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 TALLAHASSEE, FLORIDA

FILINGS, INC. TERESA ROMAN  
 (Requestor's Name)  
 2805 LITTLE DEAL ROAD  
 (Address)  
 TALLAHASSEE, FLORIDA 32308 385-6735  
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. W.C.W. Holdings, LLC (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_

Walk in    
  Pick up time 2:00    
  Certified Copy  
 Mail out    
 Will wait    
 Photocopy    
 Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION      |                     |
|-------------------------------------|---------------------|
| <input type="checkbox"/>            | Foreign             |
| <input checked="" type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/>            | Reinstatement       |
| <input type="checkbox"/>            | Trademark           |
| <input type="checkbox"/>            | Other               |

Examiner's Initials \_\_\_\_\_

**MARK J. NOWICKI**

LAWYER

LOGGERHEAD PLAZA, SUITE 210

14155 U.S. HIGHWAY ONE

**JUNO BEACH, FLORIDA 33408-1431**

TELEPHONE 561 624-1444

TELEFAX 561 630-4425

E-MAIL: mnowickiesq@aol.com

MARK J. NOWICKI  
ALSO ADMITTED IN COLORADO  
AND MONTANA

OF COUNSEL  
MAYER & KENNEDY

FILED

02 DEC -3 PM 2: 06

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BOARD CERTIFIED IN TAXATION

PRACTICE LIMITED TO

ESTATE PLANNING.

INCOME TAX PLANNING AND  
RELATED FEDERAL TAX MATTERS

November 12, 2002

Secretary of State  
Bureau of Corporate Records  
Amendment Section  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: W.C. W. Holdings, Ltd.; Amendment to Certificate of Limited Partnership

Dear Madam:

I enclose an Amendment to the Certificate of Limited Partnership for W.C.W. Holdings, Ltd.

Kindly return a certified copy of this Amendment to my office. I enclose filing fees computed as follows:

|                       |               |
|-----------------------|---------------|
| Filing of Amendment   | \$52.50       |
| Certificate of Status | <u>\$8.75</u> |
| Total Funds Enclosed  | \$61.25       |

Should you have any questions, certainly feel free to call.

Sincerely,

  
Mark J. Nowicki

MJN/dmg

**AMENDMENT TO**  
**CERTIFICATE OF LIMITED PARTNERSHIP**  
**FILED IN COMPLIANCE WITH FLORIDA STATUTES**  
**CHAPTER 620.109, AS AMENDED**

FILED

02 DEC -3 PM 2: 0

Pursuant to Florida Statutes §620.109, the undersigned Partners hereby file this Amendment to the Certificate of Limited Partnership for W.C.W. Holdings, LLLP, hereinafter referred to as the Partnership.

OFFICE OF THE CLERK OF THE  
SUPREME COURT OF FLORIDA  
TALLAHASSEE, FLORIDA

1. The name of the Partnership is W.C.W. Holdings, LLLP
2. The Partnership filed its original Certificate of Limited Partnership on January 15, 1993 Document No. A93000000142. A Limited Liability Limited Partnership Statement of Qualification was filed October 7, 2002. This document comprises an amendment to the Certificate of Limited Partnership for W.C.W. Holdings, LLLP, to be effective upon filing.
3. The Certificate of Limited Partnership is hereby amended by deleting William R. Grigsby, as Trustee as General Partner due to his death on October 25, 2002. Paragraph 4 of the Certificate of Limited Partnership is therefore deleted in entirety and replaced with the following paragraph 4:

"The names and business addresses of the General Partners are as follows:

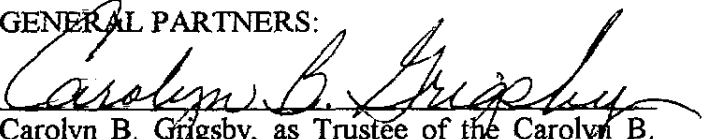
**GENERAL PARTNERS:**

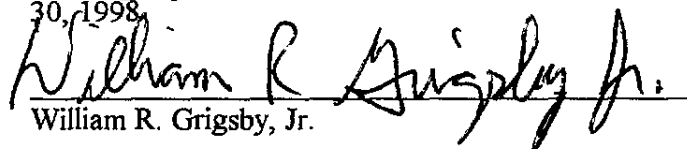
Carolyn B. Grigsby, as Trustee of the Carolyn B. Grigsby  
Restated Revocable Trust dated December 30, 1998.  
7200 S.W. 196th Terrace  
Okeechobee, Florida 34974

William R. Grigsby, Jr.  
4624 Drew Court  
Lakeland, FL 33810

IN WITNESS WHEREOF, each General Partner does hereby set its hand and seal on this  
12th day of November, 2002.

**GENERAL PARTNERS:**

  
Carolyn B. Grigsby, as Trustee of the Carolyn B.  
Grigsby Restated Revocable Trust dated December  
30, 1998.

  
William R. Grigsby, Jr.