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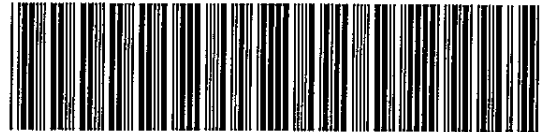
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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ALL

DAVID W. SHOEMAKER

September 19, 2003

Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: *THE SHOEMAKER FAMILY LIMITED PARTNERSHIP*
Our File no. 1157.5

To Whom It May Concern:

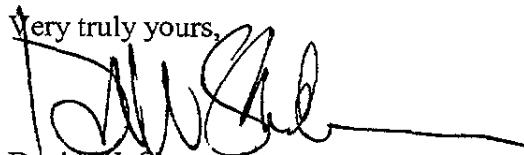
Please notice the enclosed Certificate of Amendment that is being sent for filing with the State of Florida includes a name change to reflect "*Shoemaker I Family Limited Partnership.*"

To date there exists a Limited Partnership with the similar name of "Shoemaker II Family Limited Partnership."

As President of the General Partner of Shoemaker II Family Limited Partnership, I am hereby approving the use of the name "Shoemaker I Family Limited Partnership" for the enclosed Amended Limited Partnership.

If there is any further documentation or authorizations required, please contact my attorney, James R. Nici to discuss the matter. He can be reached by phone at 239-254-0706 or by email at jnici@coxnici.com. Otherwise, please enclose the certificate and proof of filing to his office in the enclosed, self-addressed and stamped envelope.

Very truly yours,

A handwritten signature in black ink, appearing to read 'David W. Shoemaker', with a long horizontal line extending to the right.

David W. Shoemaker
President of Shoemaker Enterprises, Inc., General
Partner of Shoemaker II Family Limited Partnership

DWS/rhd
Enclosures

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

THE SHOEMAKER FAMILY LIMITED PARTNERSHIP

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on January 19, 1994, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

"Article 1. Name and Mailing Address" is being amended to state the following:

Article 1. Name and Mailing Address. The name of the Limited Partnership is "Shoemaker I Family Limited Partnership". The mailing address of the Limited Partnership is 4121 Roberts Point Road, Sarasota, Florida 34242.

"Article 3. General Partner" is being amended to state the following:

Article 3. General Partner. The name and business address of the sole General Partner of the Limited Partnership is as follows: Shoemaker Enterprises, Inc., a P0300009227 Florida Corporation, located at 4121 Roberts Point Road, Sarasota, Florida 34242.

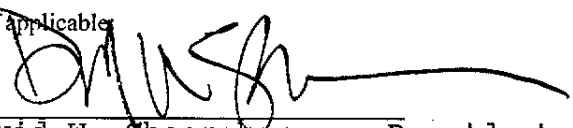
SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)
Signature of current general partner:



David W. Shoemaker

Signature(s) of new general partner(s), if applicable



David W. Shoemaker, as President
of Shoemaker Enterprises, Inc.

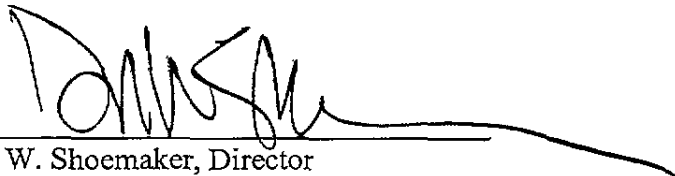
**CONSENT TO ACTIONS TAKEN WITHOUT A MEETING
OF
THE BOARD OF DIRECTORS
OF
SHOEMAKER ENTERPRISES, INC.**

The undersigned, being all of the Directors of SHOEMAKER ENTERPRISES, INC., in accordance with Section 607.0821 of the Florida Business Corporation Act relating to action taken without a meeting, hereby consent to the following actions by the Board of Directors of the Corporation:

RESOLVED, the President is hereby authorized to engage the Corporation to act as General Partner to the Shoemaker I Family Limited Partnership, formerly known as The Shoemaker Family Limited Partnership and to do all things necessary to effectuate this resolution.

Execution of this Consent by the undersigned, being all of the members of the Board of Directors, pursuant to Section 607.0821 of the Florida Business Corporation Act, waives any requirement of a formal meeting to conduct the business referred to herein.

Dated as of the 19th day of September, 2003.



David W. Shoemaker, Director