

Division of Corporations

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Florida Department of State  
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DIVISION OF CORPORATION

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LIMITED PARTNERSHIP AMENDMENT

Certificate of Status	0
Certified Copy	1
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**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
WYNDCREST/1<sup>ST</sup> VIRTUAL HOLDINGS, LTD.**

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Pursuant to the provisions of section 620.109, Florida Statutes, Wyndcrest/1<sup>st</sup> Virtual Holdings, Ltd., a Florida limited partnership (the "Partnership"), whose Certificate of Limited Partnership was filed with the Florida Department of State on January 7, 2000, adopts the following Certificate of Amendment to its Certificate of Limited Partnership.

**FIRST:** The Certificate of Limited Partnership is hereby amended as follows:

*Paragraph 2. (Business Address of Limited Partnership), is hereby amended and restated to read as follows:*

- 2. 16410 Maddalena Place, Delray Beach, FL 33446  
(Business Address of Limited Partnership)

*Paragraph 3. (Name of Registered Agent for Service of Process), is hereby amended and restated to read as follows:*

- 3. Jeffrey Kukes  
(Name of Registered Agent for Service of Process)

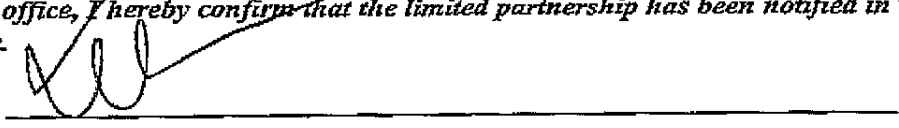
This change of Registered Agent was authorized by the General Partner.

*Paragraph 4. (Florida street address for Registered Agent), is hereby amended and restated to read as follows:*

- 4. 16410 Maddalena Place  
Delray Beach, FL 33446  
(Florida street address for Registered Agent)

*Paragraph 5. (Registered Agent must sign here to accept designation as Registered Agent for Service of Process), is hereby amended and restated to read as follows:*

5. *I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office, I hereby confirm that the limited partnership has been notified in writing of this change.*



**RESIGNATION OF REGISTERED AGENT FOR  
WYNDCREST/1<sup>ST</sup> VIRTUAL HOLDINGS, LTD.**

Pursuant to the provisions of section 620.1051(2), Florida Statutes, the undersigned, Textor Ventures, Inc., hereby resigns as Registered Agent for Wyndcrest/1<sup>st</sup> Virtual Holdings, Ltd.. A copy of this resignation was mailed to the above listed partnership at its last known address. The agency is terminated and the office discontinued on the 31<sup>st</sup> day after the date on which this statement is filed.

TEXTOR VENTURES, INC.



By: John C. Textor  
Its: President

Dated: March 5, 2002

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(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

Paragraph 6. (Mailing Address of the Limited Partnership), is hereby amended and restated to read as follows:

- 6. 16410 Maddalena Place, Delray Beach, FL 33446  
(Mailing Address of the Limited Partnership)

Paragraph 8. (Name of general partner), is hereby amended and restated to read as follows:

- 8. Textor Ventures, Inc. has resigned as the General Partner effective January 2, 2002 and is replaced by:

Name of General Partner:

Street address:

JK 1<sup>st</sup> Virtual I & II, LLC  
LO1-22443

16410 Maddalena Place  
Delray Beach, FL 33446

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**SECOND:** The Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.

**THIRD:** Except as hereby amended, the Certificate of Limited Partnership of the Partnership shall remain the same.

**Resigning General Partner:**

TEXTOR VENTURES, INC.

  
By: John C. Textor  
Its: President

**New General Partner:**

JK 1<sup>ST</sup> VIRTUAL I & II, LLC

  
By: Jeffrey Kukes  
Its: MANAGER

Dated: March 5, 2002