

Division of Corporations

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From: Account Name : CAUTHEN AND FELDMAN, P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

PAYNE FAMILY PARTNERSHIP, LTD.

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Audit # H070001878813

SECOND AMENDMENT TO CERTIFICATE OF
LIMITED PARTNERSHIP OF
PAYNE FAMILY PARTNERSHIP, LTD.

This Second Amendment to Certificate of Limited Partnership of PAYNE FAMILY PARTNERSHIP, LTD. (the "Amendment"), date of Partnership registration January 18, 2000 made and effective as of the 30th day of June, 2007 by and between by the general partners, Lawrence Taylor and W. Thomas Brooks, Co-Trustees of the Helen C. Carr Family Trust dated December 9, 1999 and William J. Carr (the "General Partners").

A. Delete Paragraph 3 in its entirety and insert the following in its place:

3. Name and business address of the General Partners.

(a) The names and addresses of the General Partners are:

Lawrence Taylor and W. Thomas Brooks,
Co-Trustees of the Helen C. Carr Family
Trust dated December 9, 1999

P. O. Box 490208
Leesburg, FL 34749

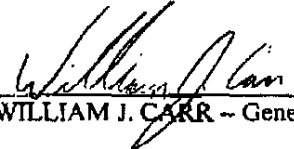
William J. Carr

2644 Noble Canyon Road
Chula Vista, CA 91915

B. Except as specifically changed herein, the terms and conditions of PAYNE FAMILY PARTNERSHIP, LTD. shall remain unchanged.

Under the penalties of perjury, we declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

DATED this 30th day of June, 2007.


WILLIAM J. CARR -- General Partner

HELEN C. CARR FAMILY TRUST dated
December 9, 1999 -- General Partner

By: 
Lawrence Taylor, Co-Trustee

By: 
W. Thomas Brooks, Co-Trustee

H. John Feldman, Esquire
CAUTHEN & FELDMAN, P.A.
215 North Joanna Avenue
Tavares, FL 32778
(352) 343-2225
Florida Bar No. 382965

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