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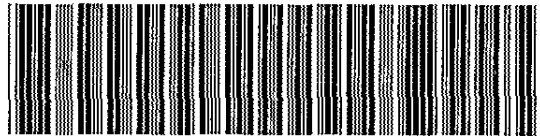
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Weiss Financial, LLC

2785 S. Bay Street, Suite D
Eustis, Florida 32726
Telephone: 352-357-8331 • Fax 352-357-2370
Email: DLW@WeissFinancialLLC.com

David L. Weiss, CPA, CFP®, ChFC, CVA

December 11, 2003

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Graham Ventures, LLLP Reinstatement-Document No. A01000001469


Dear Sir/Madam:

Please find enclosed the corrected 2003 Limited Partnership Uniform Business Report (UBR) for the above-referenced partnership, along with a first amendment to change the name and address of the general partners.

Payment of \$526.25 was sent with the original filing on April 29, 2003. Please associate this report with that payment and reinstate the partnership as active.

Thank you for your assistance in this matter.

Sincerely,



David L. Weiss, CPA

Cc: Jennifer G. Berlinsky, General Partner
H. John Feldman, Attorney

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 19, 2003

DAVID L. WEISS, CPA
WEISS FINANCIAL, LLC
2875 S. BAY STREET, SUITE D
EUSTIS, FL 32726

SUBJECT: GRAHAM VENTURES, LLLP
Ref. Number: A01000001469

We have received your document for GRAHAM VENTURES, LLLP and your check(s) totaling \$526.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a filing fee of \$52.50 for your amendment filing. Your amendment cannot be filed until the reinstatement is filed, and the reinstatement cannot be filed without the simultaneous filing of the amendment, so we have returned BOTH filings. Please re-submit BOTH filings with the \$52.50 for the amendment. Please also note that if we receive your documents after December 31, 2003, the \$526.25 filing fee for 2004 will also be due and should be submitted with your returned documents.

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers

Registration/Qualification Section
Division of Corporations Letter Number: 303A00068094

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AMENDMENT TO CERTIFICATE OF
LIMITED PARTNERSHIP OF
GRAHAM VENTURES, LLLP.

This First Amendment to Certificate of Limited Partnership of GRAHAM VENTURES, LLLP (the "Amendment"), date of Partnership registration November 1, 2001, made and effective as of the 6th day of October, 2001, by and between by the general partners, JOHN B. GRAHAM, TRUSTEE OF THE JOHN B. GRAHAM FAMILY TRUST dated August 18, 2001 and JENNIFER GRAHAM BERLINSKY (the "General Partners").

A. Delete Paragraph 2 in its entirety and insert the following in its place:

2. Address of Recordkeeping Office; Agent for Service of Process. The records to be kept pursuant to Florida Statue Section 620.106 shall be located at 2136 Bayou Drive, Punta Gorda, FL 33950; and the name of the Partnership's agent for service of process is Jennifer Graham Berlinsky, and the address of the registered agent is 2136 Bayou Drive, Punta Gorda, FL 33950.

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

3. Name and business address of the General Partners.

(a) JENNIFER GRAHAM BERLINSKY, TRUSTEE OF THE
JOHN B. GRAHAM FAMILY TRUST dated August 18, 2001
2136 Bayou Drive, Punta Gorda, FL 33950

(b) JENNIFER GRAHAM BERLINSKY
2136 Bayou Drive, Punta Gorda, FL 33950

C. Except as specifically changed herein, the terms and conditions of GRAHAM VENTURES, LLLP 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.

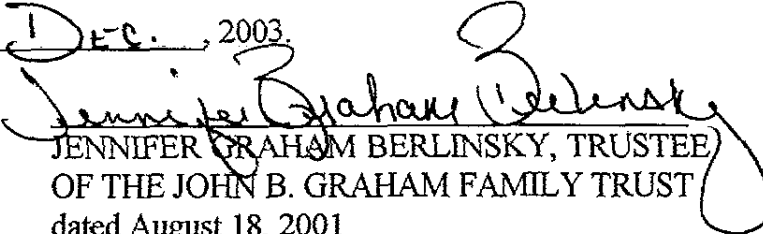
H. John Feldman, Esquire
CAUTHEN & FELDMAN, P.A.
215 North Joanna Avenue
Tavares, FL 32778
(352) 343-2225
Florida Bar No. 382965

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DATED this 1st day of Dec., 2003.


JENNIFER GRAHAM BERLINSKY, TRUSTEE
OF THE JOHN B. GRAHAM FAMILY TRUST
dated August 18, 2001
General Partner


JENNIFER GRAHAM BERLINSKY
General Partner

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Limited Partnership, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


JENNIFER GRAHAM BERLINSKY

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