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\*\*ADMITTED IN FLORIDA ONLY

December 17, 2002

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

RE: El Clair Ltd  
Certificate of Amendment to Certificate  
of Limited Partnership

Gentlemen:

Enclosed please find our Certificate of Amendment to our  
Certificate of Limited Partnership of El Clair Ltd. This  
Amendment is being filed to correct an error in the original  
Certificate of Limited Partnership as to the date of dissolution.

Enclosed also is a check in the amount of \$52.50 to cover  
the filing fee in connection with this Amendment.

Please record the Amendment at the earliest possible time  
and return a recorded copy to us in the self-addressed, stamped  
envelope enclosed with this letter.

Thank you for your assistance in connection with this  
matter.

Very truly yours,

KERRY A. GREENWALD & ASSOCIATES, P.A.

By: 

Kerry A. Greenwald, Esq.  
Counsel for El Clair Ltd. and  
RK Ventures Incorporated

KAG:bt  
Encls.

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DIVISION OF CORPORATIONS

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

EL CLAIR LTD

(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 August 20, 2002, adopts the following certificate of amendment to its certificate of limited partnership.

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

The latest date upon which the Limited Partnership is to be dissolved is amended as follows:

"The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2032."

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DIVISION OF CORPORATIONS

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**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:

*RK VENTURES INCORPORATED*

*[Signature]*  
*BY KERRY GREENWALD*  
*ITS VICE-PRESIDENT*

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

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_