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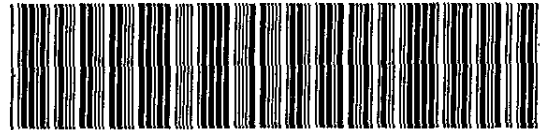
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ADORNO & YOSS
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2601 SOUTH BAYSHORE DRIVE, SUITE 1600
MIAMI, FLORIDA 33133-5412
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MARGARET O'D. RYDER
LEGAL ASSISTANT

DIRECT LINE: (305) 860-7362
DIRECT FAX: (305) 503-8944
EMAIL: MOR@ADORNO.COM

June 7, 2004

VIA UPS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

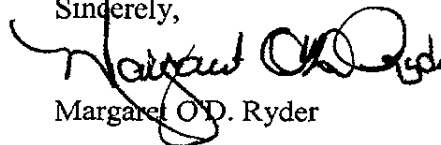
C BAR PARTNERSHIP, LTD.

Ladies and Gentlemen:

Enclosed herein is the Certificate of Amendment to the Certificate of Limited Partnership of C Bar Partnership, Ltd., changing the name of the General Partner. Also enclosed is this firm's check in the amount of \$105 made payable to the Florida Department of State for the amendment filing fee and the certified copy fee. Please forward the Certified Copy of the Amendment to me in this round-trip UPS envelope.

If you have any questions, please call me at 305.860.7362.

Sincerely,


Margaret O'D. Ryder

Enclosures

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

C BAR PARTNERSHIP, 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 **MARCH 29, 2004**, 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 III is deleted in its entirety and amended to read as follows:

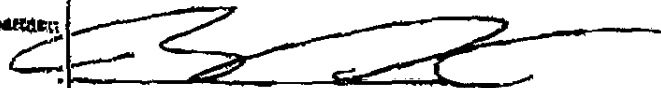
ARTICLE (II) - GENERAL PARTNER

The name and street address of the General Partner is as follows:

Christine O'Connell
270 Lafayette Street
Suite 807
New York, New York 10011

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:



Nicholas Ian Stefanov.

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

Christine O'Connell
(Christine O'Connell)

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TALLAHASSEE, FLORIDA

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