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SECRETARY OF STATE

# ROBERT C. BURKE, JR., P.A.

412 E. TARPON AVENUE TARPON SPRINGS, FL 34689 TELEPHONE (727) 939-4900 FAX (727) 939-4966 Of Counsel to: Richards, Gilkey, Fite, Slaughter, Pratesi & Ward, P.A. 1253 Park St., Clearwater, FL 33756

April 16, 2007

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

RE: RCW Investments, Ltd., a Florida limited partnership Our File No. 12,975.04.6.000 07.APR.30, PN 1:21
SECRETARY OF STATE
TALLAHASSET FLORID,

Gentlemen:

Enclosed please find original and photocopy of Articles of Third Amendment of Articles of Limited-Partnership regarding the above referenced limited partnership.

EMail: bob@rcburkepa.com

Further enclosed is a check in the amount of \$105 to cover the cost of the filing fee. Please return a certified copy of the Articles of Third Amendment after filing.

Sincerely,

ROBERT C. BURKE, JR., P.A.

Robert C. Burke, Jr.

RCB/cg Enclosures

cc: Mr. Jamie Wooten

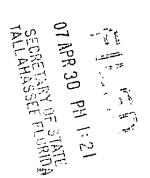
### ARTICLES OF THIRD AMENDMENT

OF

# ARTICLES OF LIMITED PARTNERSHIP

**OF** 

# RCW INVESTMENTS, LTD.



RCW INVESTMENTS, LTD., a limited partnership organized and existing under the laws of the State of Florida (the "Limited Partnership"), in order to amend its Articles of Limited Partnership in accordance with the requirements of Chapter 620, Florida Statutes, does hereby certify as follows:

1. The Articles of Limited Partnership of the Limited Partnership were filed with the Secretary of State of the State of Florida on October 13, 1976, at which time the name of the Limited Partnership was "RCW Investments, Ltd.".

The Articles of Limited Partnership were thereafter amended by Articles of Amendment of the Articles of Limited Partnership of RCW Investments, Ltd. as filed with the Secretary of State of the State of Florida on October 16, 1979.

- 2. This Amendment to the existing Articles of Limited Partnership, as previously amended, being effected hereby is that resulting from adding new Section 10.2(e) as set forth below.
- 3. As amended below, Section 10.2(e) of the Articles of Limited Partnership has the sole effect of clarifying a limited partner's right to assign his interest to a trust over which he maintains all incidents of ownership during his life, including without limitation the right to amend or revoke same at any time and from time to time.
- 4. The amended Articles of Limited Partnership shall be effective immediately upon filing with the Secretary of State of the State of Florida, but shall be effective for all internal purposes the <u>lst</u> day of <u>January</u>, 20 07, all required taxes and fees having been paid, and thereafter, Section 10.2(e) of the Articles of Limited Partnership of the Limited Partnership shall be as follows:
  - 10.2 <u>Assignment of Limited Partner</u>. A Limited Partner's interest in the Partnership is assignable only in the manner and upon the conditions provided in the Article:

- Provided, however, that this Section 10.2 shall not be construed to prohibit the Limited Partner from assigning his interest in the Partnership during his life to a trust over which he maintains the power to amend or revoke its terms or principal, in whole or in part, at any time and from time to time and, in the event of such an assignment, the trustee of such trust shall be deemed to be the Limited Partner for all purposes of this Agreement.
- The General Partner, by reason of the death of Roscoe C. Wooten, Jr., that being R.C. 5. Wooten, Jr. and Gregory H. Wooten, as previously trustees of the Roscoe C. Wooten, Jr. Trust under agreement dated December 20, 1974, as amended thereafter, has ceased to be the General Partner of the Limited Partnership, and correspondingly James N. Wooten has become the General Partner of the Limited Partnership effective the 1st day of January

IN WITNESS WHEREOF, RCW INVESTMENTS, LTD. has caused these Articles of Amendment of the Articles of Limited Partnership to be executed by its sole General Partner.

Witnesses:

General Partner

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