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Division of Corporations

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LIMITED PARTNERSHIP AMENDMENT

MARCO, LTD.

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MARCO, LTD.**

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 October 18, 1977, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Amendments:

1. Paragraph 5 of the Certificate of Limited Partnership, filed October 3, 1983, which now reads as follows:

The partnership shall continue until September 2, 1996, unless sooner terminated as provided in the Partnership Agreement.

is amend to read as follows:

The term of the partnership shall be for a period of thirty (30) years from the date hereof, unless sooner terminated as provided in the Partnership agreement.

2. Paragraph 4 of the Partnership Agreement, filed October 18, 1977, which now reads as follows:

The term of the partnership shall be for a period of twenty (20) years from the date hereof.

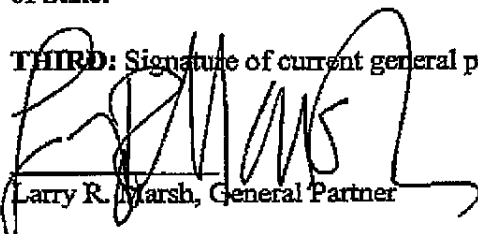
is amend to read as follows:

The term of the partnership shall be for a period of thirty (30) years from the date hereof.

3. LARRY R. MARSH and RHONDA G. MARSH, n/k/a RHONDA GAIL MITCHELL, RUSSELL J. MARSH, WAYNE A. FIELDS, DEL VEST, INC., DENNIS R. DELOACH, JR., as trustee, WALTER A. COMBEE and HELEN S. COMBEE, his wife, limited partners of Marco, Ltd., have previously transferred and assigned their interest in this partnership to Eileen Grace Shelton and Eileen Grace Shelton has previously accepted the responsibilities of a limited partner hereunder and is the sole remaining limited partner.

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature of current general partner:


Larry R. Marsh, General Partner

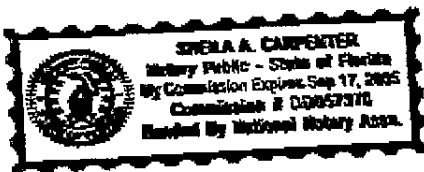
PREPARED BY: PETER HOFSTRA, ESQ.
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STATE OF FLORIDA

COUNTY OF ~~PINELLAS~~ MANION

24th The foregoing instrument was acknowledged before me this day of MAY, 2002, by LARRY R. MARSH, General Partner of MARCO, LTD, on behalf of the limited partnership. He is personally known to me or has produced Personally Known as identification.



Sheila A. Carpenter
(Signature of Notary)
Sheila A. Carpenter
(Name of notary, printed or stamped)

NOTARY PUBLIC

Comm # DD057370
(Serial Number, if any)

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