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

NANDA ASSOCIATES, 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 11/03/1978, adopts the following certificate of amendment to its certificate of limited partnership.

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

SEE AGREEMENTS ATTACHED.

FILED
FLORIDA DEPT. OF STATE
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:

Barbara C. Lewis

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

Barbara C. Lewis, PRESIDENT
NANDA MANAGEMENT, INC.

AGREEMENT TO CONTINUE LIMITED PARTNERSHIP

The undersigned, being the owner of ninety-nine (99%) limited partnership interests of Nanda Associates, Ltd., a Florida limited partnership ("Nanda" or "the Partnership"), hereby agrees to continue the Partnership in accordance with Nanda's Certificate of Limited Partnership and Limited Partnership Agreement, including all amendment thereto. In accordance with Nanda's Certificate of Limited Partnership and Limited Partnership Agreement, including all amendments thereto, the undersigned hereby nominates and appoints Nanda Management, Inc., a Florida corporation, to serve as the sole general partner of the Partnership.

Dated: As of September 26, 2003.


BARBARA C. LEVIN

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CLERK OF CIRCUIT COURT
DIVISION OF CORPORATIONS
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ACCEPTANCE BY CORPORATE GENERAL PARTNER

The undersigned corporation, having been named and appointed to serve as the sole corporate general partner of Nanda Associates, Ltd., a Florida limited partnership ("Nanda" or "the Partnership"), hereby accepts such appointment and agrees to act in this capacity in accordance with Nanda's Certificate of Limited Partnership and the Limited Partnership Agreement of Nanda, including all amendments thereto, as same are in effect from time to time. The undersigned further acknowledges receipt of a copy of the Certificate of Limited Partnership and Limited Partnership Agreement, together with all amendments thereto.

Dated: As of September 26, 2003.

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NANDA MANAGEMENT, INC., a
Florida corporation

By: 
BARBARA C. LEVIN, President