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**THE UNITED STATES  
CORPORATION**  
COMPANY

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DIVISION OF CORPORATIONS

97 DEC 29 PM 4:11

ACCOUNT NO. : 072100000032

REFERENCE : 647070 4307842

AUTHORIZATION

*Patricia Pizzuto*

COST LIMIT : ~~XXXXXX~~

ORDER DATE : December 23, 1997

*\$ 105.00*

ORDER TIME : 1:07 PM

ORDER NO. : 647070-010

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CUSTOMER NO: 4307842

CUSTOMER: Michael E. Goodbread, Jr., Esq  
Martin Ade Birchfield &  
One Independent Dr., Ste 3000  
Post Office Box 59  
Jacksonville, FL 32201

DOMESTIC AMENDMENT FILING

NAME: SUN INVESTMENTS, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

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Second*

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**CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF SUN INVESTMENTS, LTD.**

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The undersigned General Partner of Sun Investments, Ltd., a Florida limited partnership, pursuant to Chapter 620, Florida Statutes (1995), does certify the following:

1. The name of the limited partnership is Sun Investments, Ltd., a Florida limited partnership (the "Partnership").

2. The date of filing the Certificate of Limited Partnership (the "Certificate") with the Florida Department of State was December 21, 1984, as amended from time to time.

3. Marian Services, Inc., a Florida corporation, as the sole General Partner of the Partnership, ceased to be a member of the Partnership as of December 23, 1997. Pursuant to the Florida Statutes § 620.157, all the remaining Partners have, by written consent, admitted Panit Co., a Delaware corporation, as the new general partner of the Partnership and elected to continue the business of the Partnership.

4. Paragraph 4 of the Certificate is hereby amended in order to designate Panit Co., a Delaware corporation, whose street and mailing address is One Rodney Square, 920 King Street, 1st Floor, Wilmington, Delaware, as the substitute general partner.

IN WITNESS WHEREOF, the undersigned former and substitute General Partner of the Partnership, respectively, have executed this Certificate of Amendment as of the 23rd day of December, 1997.

MARIAN SERVICES, INC., a Florida  
corporation

By: George A. Helow

George A. Helow  
President

Panit Co., a Delaware corporation

By: George A. Helow

George A. Helow  
Its: President