

AZ6792  
RHODES HOLDINGS, INC.

500 Australian Avenue, Suite 110  
West Palm Beach, FL 33401  
Phone: 561-659-5400  
Fax: 561-659-5671  
email: rhodesp@mindspring.com

November 21, 2001

600004692646--9  
-11/26/01--01032--015  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Florida Div of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

AZ6792

Please find enclosed Articles of Amendment for Interstate Citrus Partners, Ltd., along with the filing fee of \$52.50.

Kindly file the articles at your earliest convenience.

Sincerely,

  
Sally A. Larson

/sal

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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11/29

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
INTERSTATE CITRUS PARTNERS, 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 7/26/88 adopts the following certificate of amendment to its certificate of limited partnership.

**FIRST:** Amendment:

Paul Rhodes is hereby withdrawn as General Partner

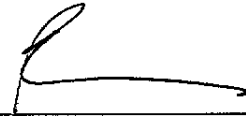
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Rhodes Management Co., Inc. is hereby admitted as new General Partner, and whose address is 500 Australian Ave. So., Suite 110, West Palm Beach, FL 33401.

**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:

  
\_\_\_\_\_  
Paul Rhodes

8/30/01  
\_\_\_\_\_  
Date

Signature of new general partner:

  
\_\_\_\_\_  
Rhodes Management Co., Inc.  
By Paul Rhodes, President

8/30/01  
\_\_\_\_\_  
Date

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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