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A29855 7/3
April 30, 2001

Via Certified Mail, Return Receipt Requested

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*****52.50 *****52.50

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

Re: The Second Gerald M. Magnuson Family Limited Partnership

Dear Sir or Madam:

Enclosed for filing is a Certificate of Amendment to Certificate of Limited Partnership of The Second Gerald M. Magnuson Family Limited Partnership. Also enclosed is a check in the amount of \$52.50 for the fee to file the Certificate of Amendment. Please send an acknowledgment of filing to me at your earliest convenience. Thank you.

Very truly yours,

Kathryn L. Ritchie

Kathryn L. Ritchie

KLR:am
Enclosures

cc: Mr. Gerald M. Magnuson (w/o enclosure)

FILED
01 MAY -3 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE SECOND GERALD M. MAGNUSON
FAMILY LIMITED PARTNERSHIP**

Pursuant to the provisions of Section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on March 19, 1990, adopts the following certificate of amendment to its certificate of limited partnership.

FIRST: Paragraph 4 of the certificate of limited partnership is replaced in its entirety with the following:

4. The Partners. The names and addresses of the General Partners and Limited Partners of this Limited Partnership are as follows:

GENERAL PARTNERS

ADDRESS

Gerald M. Magnuson

P.O. Box 1149
Tarpon Springs, FL 34688

Stewart S. Magnuson

3005 Kishwaukee Street
Rockford, IL 61109

LIMITED PARTNERS

ADDRESS

Gerald M. Magnuson

P.O. Box 1149
Tarpon Springs, FL 34688

Stewart S. Magnuson

3005 Kishwaukee Street
Rockford, IL 61109

Nancy A. Gough

2109 El Rancho Lane
Rockford, IL 61107

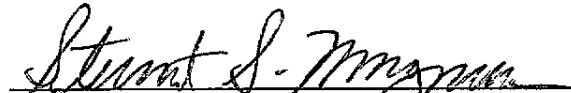
SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

FILED
01 MAY - 3 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIRD: Signature of current general partner:


Gerald M. Magnuson

Signature of new general partner:


Stewart S. Magnuson