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FROM: PROSKAUER ROSE GOETZ & MENDELSOHN

ACCT#: 074673001063

CONTACT: KATHY RASLER PHONE: (561)995-4751

FAX #: (561)241-7145

NAME: LWOD, LTD. AUDIT NUMBER.....H98000012624

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS...1

PAGES..... 3

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FAX #: (850)922-4000

FROM: PROSKAUER ROSE GOETZ & MENDELSOHN

ACCT#: 074673001063

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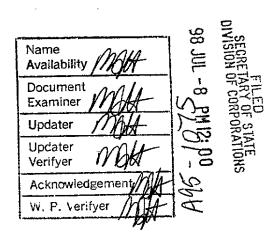
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H98000012624 George A. Pincus Fl. Bar No.: 0771643 Proskauer Rose LLP 2255 Glades Road, Suite 340W Boca Raton, Florida 33431 561-995-4704





### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 8, 1998

PROSKAUER ROSE GOETZ & MENDELSOHN KATHY RASLER

SUBJECT: LWOD, LTD. REF: A95000001075

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The effective day must be specific and cannot be prior to the date of filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges Document Specialist FAX Aud. #: H98000012624 Letter Number: 498A00036554

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OB THE BANKS OF CORPORATIONS

# CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF LWOD, LTD.

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being the sole General Partner of LWOD, LTD., does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

- 1. The name of the limited partnership is LWOD, LTD.
- 2. The date of filing of the original Certificate of Limited Partnership was July 17, 1995 under Document #A95000001075.
- 3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect the withdrawal of the general partner and the admission of a new general partner as indicated below:

### **NEW GENERAL PARTNER**

ODP GENPAR, INC. 3195 N. Powerline Road Suite 104 Pompano Beach, Florida 33069

- 4. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.
  - The effective date of this amendment shall be July 8, 1998.

IN WITNESS WHEREOF, the withdrawing general partner and the new general partner

have executed this Certificate of Amendment to Certificate of Limited Partnership on the

, 1998 for the purposes herein expressed.

4709/80042-004 BRLIB1/195569 v2

07/02/98 11:57 AM (11452)

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## WITHDRAWING GENERAL PARTNER:

LWOD, INC., a Florida corporation, general partner

Title: Vice President

# **NEW GENERAL PARTNER:**

ODP GENPAR, INC., a Florida corporation, general partner

tt F. Brenner

Title: President