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STEPHEN W. DUNN DAVID P. LEE GRANT C. KEARY

FILE NO.

475.00

August 8, 2001

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VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: Gainesville Entertainment Property Limited Partnership

Dear Sir/Madam:

Enclosed is an original and one copy of the Certificate of Amendment to Certificate of Limited Partnership for the above limited partnership. Please cause the Certificate of Amendment to be filed, file stamp the copy, and return the copy to this office in the enclosed self-addressed, stamped envelope. Also enclosed is this firm's check in the amount of \$52.50 to cover the filing fee.

If you have any questions, please contact the undersigned.

ery truly your

Grant C. Keary

GCK:ajd Enclosures 1396-114 Ok



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 14, 2001

GRANT KEARY 15375 BARRANCA PARKWAY SUITE A-212 IRVINE, CA 92618

SUBJECT: GAINESVILLE ENTERTAINMENT PROPERTY LIMITED

PARTNERSHIP

Ref. Number: A96000001160

We have received your document for GAINESVILLE ENTERTAINMENT PROPERTY LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 245-6020.

Tammi Cline Document Specialist

Letter Number: 001A00046448

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CERTIFICATE OF AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

GAINESVILLE ENTERTAINMENT PROPERTY LIMITED PARTNERSHIP (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 JUNE 20, 1996 , adopts the following certificate of amendment to its certificate of limited partnership. FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted) ARTICLE 2 IS AMENDED TO REFLECT THAT THE BUSINESS ADDRESS OF THE LIMITED PARTNERSHIP IS: 32111 MULHOLLAND HIGHWAY, MALIBU, CALIFORNIA 90265. ARTICLE 6 IS AMENDED TO REFLECT THAT THE MAILING ADDRESS OF THE LIMITED PARTNERSHIP IS: 32111 MULHOLLAND HIGHWAY, MALIBU, CALIFORNIA 90265. ARTICLE 8 IS AMENDED TO REFLECT THAT THE GENERAL PARTNER OF THE LIMITED PARTNERSHIP IS: SOUTHERN CALIFORNIA HELICOPTERS, INC. 32111 MULHOLLAND HIGHWAY MALIBU, CALIFORNIA 90265 SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State. THIRD: Signature(s) GAINESVILLE ENTERTAINMENT, L.C. Signature of current general partner: a Florida limited liability company Signature(s) of new general partner(s), if applicable: SOUTHERN CALIFORNIA HELICOPTERS, INC. a California corporaiton

Ronald H. Semler, President