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Law Office of  
William Schweikhardt

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Naples, FL 34102  
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Facsimile (941) 262-8287

July 15, 1999

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

RE: Amendment

Dear Sir or Madam:

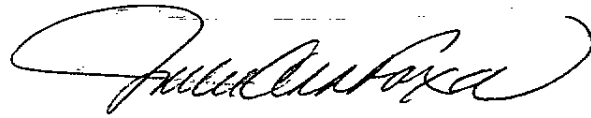
We have prepared and enclose a Certificate of Amendment of Limited Partnership of the Provenzano Family Limited Partnership for your processing.

Also, we enclose a check in the amount of \$52.50 to cover your fees.

Please do not hesitate to contact our office if you have any questions or if we may be of any assistance.

Kindest regards.

Very truly yours,



Julie Ann Foxe, Legal Assistant to  
William Schweikhardt

/jaf  
encl.

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DIVISION OF CORPORATIONS  
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**CERTIFICATE OF AMENDMENT OF LIMITED PARTNERSHIP  
OF  
THE PROVENZANO FAMILY LIMITED PARTNERSHIP  
a Florida limited partnership**

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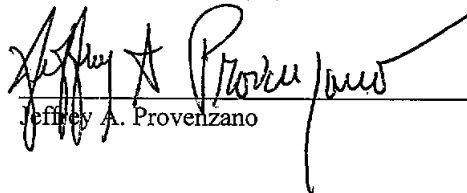
The undersigned General Partner, desiring to amend the limited partnership pursuant to the Florida Business Organizations Act, Section 620.109, hereby states:

1. The name of the Partnership is The Provenzano Family Limited Partnership (the "Partnership").
2. The date of filing of the original Certificate of Limited Partnership is August 7, 1996.
3. The following amendments shall be made:
  - (a) One of the general partners, Thomas A. Provenzano, died on April 6, 1999, and is no longer a general partner of the Partnership.  
  
The Limited Partnership Agreement allows for the transfer of a general partnership interest by virtue of the general partner's death. Thomas A. Provenzano's testamentary disposition of his general partnership interest directs that his interest is to be transferred to the remaining general partner, Jeffrey A. Provenzano. The provisions in the Agreement for transferring a general partnership interest have been complied with and satisfied.  
  
The name and business address of the sole general partner of the Partnership are Jeffrey A. Provenzano, 1281 Logan Boulevard South, Naples, Florida 34116.
  - (b) The Office for Maintenance of Business Records has been changed to 1281 Logan Boulevard South, Naples, Florida 34116.
  - (c) The Agent for Service of Process has been changed to Jeffrey A. Provenzano whose address is 1281 Logan Boulevard South, Naples, Florida 34116.
  - (d) The Address of Partnership has been changed to 1281 Logan Boulevard South, Naples, Florida 34116.

The execution of this certificate of amendment by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Amendment of Limited Partnership has been executed on behalf of the sole General Partner of the Partnership this 8 day of July, 1999.

GENERAL PARTNER:

  
Jeffrey A. Provenzano

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