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AUDIT NUMBER.....H98000001452

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

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PAGES..... 10

CERT. COPIES.....1

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**AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
LMK ASSOCIATES, LTD.**

The Certificate of Limited Partnership of LMK Associates, Ltd., a Florida limited partnership ("Partnership"), filed with the Department of State on September 6, 1996, Charter Number A96000001660, is hereby amended as shown below.

Paragraph 4 of the Certificate of Limited Partnership of this Partnership is amended to read in its entirety as follows:

I. The name and business address of the General Partner of the Partnership is as follows:

Trion Ventures III, Inc.  
5310 N.W. 33rd Avenue **S 85255**  
Suite 219  
Fort Lauderdale, Florida 33309

Except as amended hereby, the terms of the Certificate of Limited Partnership of this Partnership shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned, being the President of the sole general partner of the Partnership, has hereto subscribed his hand and seal to this Amendment as of this 31 day of DECEMBER, 1997.

This Amendment to the Certificate of Limited Partnership shall be effective upon the filing date.

TRION VENTURES III, INC.



Kenneth T. Barber, President  
General Partner

Prepared by: Drake M. Hatchelder, Esq.  
Bar No:0117273  
Tripp, Scott, Conklin & Smith  
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