

A96000001753
GOLDEN GATE PARKWAY SUITE 200 • P.O. BOX 41303 • NAPLES, FLORIDA 34101-3038

941-262-2600

June 29, 1999

Certified Mail - RRR

No. P 157-572-559

Florida Department of State
Division of Corporations
Limited Partnership Section
P.O. Box 6327
Tallahassee, Florida 32314

FILED
99 JUL -2 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Certificate of Amendment To Certificate of Limited Partnership

400002922704--4

Gentlemen:

-07/02/99--01091--003
*****52.50 *****52.50

Enclosed is a Certificate of Amendment to the Certificate of Limited Partnership of Nobles Immokalee Tomatoes, Ltd., reflecting changes that were effective on May 6, 1999. Since there was no change in the amount of the total anticipated capital contributions due from the limited partners, the filing fees is limited to the basic filing fee of \$52.50, which is herein enclosed.

If you have any questions or comments regarding this matter, please contact me by telephone at (941) 403-6781; email at Meulenberg@AOL.com, or by regular mail at the above address.

Sincerely,

NOBLES IMMOKALEE TOMATOES, LTD.

Andrew R. Meulenberg
Andrew R. Meulenberg, CPA
Director of Taxation

ARM: cs

A96-1753

Name	<i>AL 7-12</i>
Availability	<i>AL 7-12</i>
Agent	<i>AL 7-12</i>
Register	<i>AL 7-12</i>
Updater	<i>AL 7-12</i>
Underwriter	<i>AL 7-12</i>
Verifier	<i>AL 7-12</i>
Secretary	<i>AL 7-12</i>
Director	<i>AL 7-12</i>

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
NOBLES IMMOKALEE TOMATOES, LTD.

Effective this 6th day of May 1999, in Naples, Collier County, Florida, all of the partners of Nobles Immokalee Tomatoes, Ltd. (F.E.I. No. 59-3408618), hereby agree to modify the date of dissolution found in the existing partnership agreement.

The partnership was formed on 13 September 1996 and its Certificate of Limited Partnership (document number A96000001753) was issued by the State of Florida on 23 September 1996. Pursuant to Chapter 620 of the Florida Statutes, all such partners have further hereby sworn to tell the truth and are certifying the following amendment(s) with their signatures below:

FIRST: Article 2 of the partnership agreement is hereby amended to extend the dissolution date an additional five years and shall now read:


The partnership will begin business on 13 September 1996, and it will end and dissolve on 30 June 2004.

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

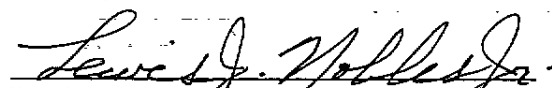
THIRD: In accordance with Section 620.157 of the Florida Statutes, all partners have elected to continue the business of the partnership.


FOURTH: Signature(s)

Signed in the presence of:

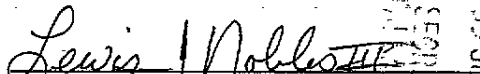

Print Name: Jerri S. Thompson

Christina C Banda
Print Name: Christina C Banda


Lewis J. Nobles, Jr., as a General Partner


Print Name: Jerri S. Thompson

Christina C Banda
Print Name: Christina C Banda


Lewis J. Nobles III, as a General Partner

Susan Maturo
Print Name: SUSAN MATURO

Gail Smith
Print Name: Gail Smith


Lamar Gable for Barron Collier Partnership, As Limited Partner

FILED
99 JUL -2 PM 5:00
SECRETARY OF STATE
TALLAHASSEE FL 32304