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

The Certificate of Limited Partnership of LMK Associates II, Ltd., a Florida limited partnership ("Partnership"), filed with the Department of State on November 19, 1996, Charter Number A96000002111, 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:

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

Trion Ventures III, Inc. 585355	98	N N N
5310 N.W. 33rd Avenue	~	22.72
Suite 219		물滨
Fort Lauderdale, Florida 33309	2	유로난
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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 hereunto subscribed his hand and seal to this Amendment as of this 31 day of the Partnership., 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 Pariner

Prepared by:

Drake M. Batchelder, Esq. Bar No:0117273 Tripp, Scott, Conklin & Smith 110 SE 6th Street, 15th Floor Fort Lauderdale, Florida 33301 (954) 525-7500

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