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November 6, 1998

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

Re: First Amendment to Limited Partnership Agreement of Tabin Holdings, Ltd.

To Whom It May Concern:

Enclosed please find a check in the amount of \$105.00, which covers the filing fees for the above captioned First Amendment to Limited Partnership Agreement of Tabin Holdings, Ltd. and the fee for one (1) certified copy of the amended certificate of limited partnership. I have also enclosed a prepaid return envelope for your convenience.

If you have any questions, please do not hesitate to call.

Very truly yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By

David Pratt

Name	11/10/98 David Pratt
Availability	dec
Document	DP/sls
Examiner	DCC
Enclosures	
Updater	DCC
Updater	NADP18736-DPLADEPT.LE
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

name change

A96000002128

FIRST AMENDMENT TO LIMITED PARTNERSHIP AGREEMENT

OF

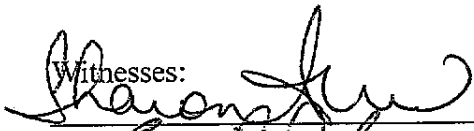
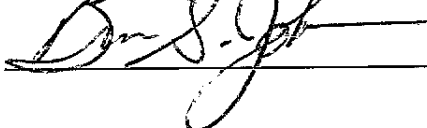
TABIN HOLDINGS, LTD.


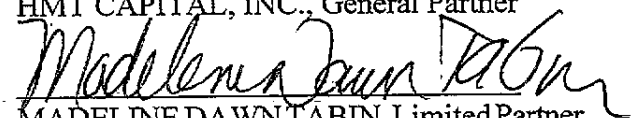
This Amendment dated this 2nd day of November, 1998, entered into by and among **MADELINE DAWN TABIN, President of HMT CAPITAL, INC.**, the General Partner of Tabin Holdings, Ltd. (the "Partnership"), and **MADELINE DAWN TABIN**, the Limited Partner of the Partnership, amends the Limited Partnership Agreement of the Partnership. Section 19.4 of the Agreement allows the Agreement to be amended upon the written consent of the General Partner and all of the Limited Partners. This First Amendment to the Agreement amends the Agreement in the following manner, by reference to the particular Article or Section of that Agreement that is to be modified and amended:

WITNESSETH:

Section 2.3 of the Agreement is amended to reflect that the name of the Partnership has been changed to Skye Capital, Ltd., a Florida limited partnership. All references to the name of the limited partnership throughout the Agreement are revised to reflect this change.

Witnesses:


MADELINE DAWN TABIN, President,
HMT CAPITAL, INC., General Partner

MADELINE DAWN TABIN, Limited Partner

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, in order to amend a certificate of limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Sections 620.101, et seq. of the Florida Statutes, do hereby certify:

1. The name of the limited partnership is Tabin Holdings, Ltd.;
2. The date of filing of the certificate of limited partnership was November 18, 1996;
3. The name of the limited partnership has been changed to Skye Capital, Ltd.
4. This amended certificate is effective upon filing.

The undersigned affirms under penalties of perjury that the facts stated herein are true.


MADELINE DAWN TABIN, President,
HMT Capital, Inc.

The undersigned hereby accepts her appointment as agent for service of process.


MADELINE DAWN TABIN, President,
HMT Capital, Inc.