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CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MICHAEL'S MARKETPLACE, LTD.

The undersigned, being Vice President of the General Partner of MICHAEL'S MARKETPLACE, LTD., a Florida limited partnership, hereby amends the Certificate of Limited Partnership filed on December 10, 1996 as follows:

AMENDMENT

Article 4. is amended to read as follows:

"Article 4. Date of Dissolution. The latest date upon which the Limited Partnership is to dissolve is 2046."

Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

Under penalties of perjury, the undersigned affirms that the facts stated herein are true this 19th day of December, 1996.

GRIFFIN COMPANY IV,
General Partner

By: Jeffrey R. McCurdy
Jeffrey R. McCurdy, Vice President

Prepared by: Veanna J. McAhren
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