

Division of Corporations

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Account Name : CAUTHEN AND FELDMAN, P.A.
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LP/LLLP AMENDMENT/RESTATEMENT/CORRECTION

MAY AND WHITAKER FAMILY PARTNERSHIP, LTD.

L. SELLERS

DEC - 3 2008

EXAMINER

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SECOND AMENDMENT TO CERTIFICATE
OF LIMITED PARTNERSHIP OF
MAY AND WHITAKER FAMILY PARTNERSHIP, LTD.

This Second Amendment to Certificate of Limited Partnership of MAY AND WHITAKER FAMILY PARTNERSHIP, LTD. dated February 6, 1996 (the "Amendment"), made and effective as of the 2nd day of December, 2008, by John Clifford Whitaker; and John B. Whitaker and Thomas B. Whitaker, Co-Trustees of the Bette M. Whitaker Credit Shelter Trust, created UTA dated February 6, 1996 (the "General Partners").

A. Delete Paragraph 3 in its entirety and insert the following in its place:

3. Name and business address of the General Partners.

(a) The name and address of the General Partners are:

<u>Name</u>	<u>Address</u>
John Clifton Whitaker	P. O. Box 350355 Grand Island, FL 32735
John B. Whitaker and Thomas B. Co-Trustees of the Bette M. Whitaker Credit Shelter Trust created UTA dated February 6, 1996	P. O. Box 350355 Grand Island, FL 32735

B. Except as specifically changed herein, the terms and conditions of the MAY AND WHITAKER FAMILY PARTNERSHIP, LTD. shall remain unchanged.

Under the penalties of perjury, we declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

=====

H. John Feldman, Esquire
CAUTHEN & FELDMAN, P.A.
215 North Joanna Avenue
Tavares, FL 32778
(352) 343-2225
Florida Bar No. 382965
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DATED this 2nd day of December, 2008.

BETTE M. WHITAKER CREDIT
SHELTER TRUST created UTA dated
February 6, 1996 – General Partner

By: [Signature]
JOHN B. WHITAKER, CO-TRUSTEE

By: [Signature]
THOMAS B. WHITAKER, CO-TRUSTEE

[Signature]
JOHN CLIFTON WHITAKER – General
Partner

DISASSOCIATING GENERAL PARTNERS:

JOHN B. WHITAKER TRUST dated
February 6, 1996

BETTE M. WHITAKER TRUST dated
February 6, 1996

By: [Signature]
John B. Whitaker, Trustee

By: [Signature]
John B. Whitaker, Co-Trustee

By: [Signature]
Thomas B. Whitaker, Co-Trustee

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