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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

U.S. Value, Ltd.

10290 NW 9th St. Circle, #100

Miami, FL 33172-3218

PH/Fax (305) 554-4441

97 OCT 29 AM 9:31

October 27, 1997

Florida Dept. of State
Division of Corporations
Limited Partnership Section
P.O. Box 6327
Tallahassee, FL 3214

100002332541--7
-10/29/97--01067--004
*****61.50 *****61.50

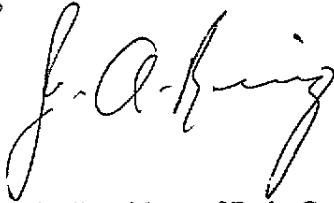
Attn. Administrator: Re: Amendments

Please find the enclosed signed *Certificate of Amendment* to my *Certificate of Limited Partnership*, including an extra photocopy.

You will also find an enclosed check for \$61.50 payable to the Department of State, and a SASE. Please mail me an ammended *Certificate Under Seal* with the date filed.

Thank you very much for your prompt attention to this matter.

Sincerely,



Jaime A. Ruiz, President of Ruiz Capital Management, Inc.
as new General Partner of Ruiz Partnership, Ltd.

A97-304

KWM

10-29

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 29 AM 9:31

U.S. Value, Ltd.

(Insert name currently on File with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on February 3, 1997, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

#1 **Name:** The new name of this Florida limited partnership shall be "**Ruiz Partnership, Ltd.**"

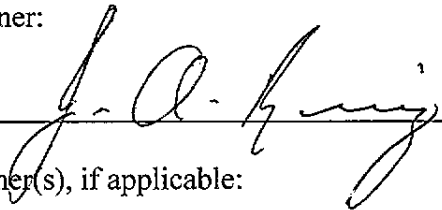
#3 **General Partner:** Jaime A. Ruiz has been deleted as its General Partner effective immediately.

#3 **General Partner:** The new General Partner is "**Ruiz Capital Management, Inc.**" Mr. Jaime A. Ruiz, President, shall have the signing authority for the new General Partner. ^{P97-93705}
↳ address:
10290 NW 9th Street Cr.
#109
Miami, FL 33172-3218

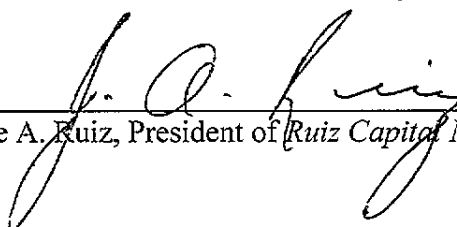
SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:



Signature(s) of new general partner(s), if applicable:


Jaime A. Ruiz, President of Ruiz Capital Management, Inc.