

A97000002385

**VISUAL GRATUITY PRODUCTIONS
LIMITED PARTNERSHIP**

DOCUMENT NO. A97000002385

Dave Swuz & Robert Selvaggi

P.O. Box 690356

Orlando, Florida 32869-0356

December 10, 1998

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

RE: AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

To Whom It May Concern:

In accordance with the Partnership Agreement of Visual Gratuity Productions Limited Partnership (VGP), once full capitalization has been reached, VGP will amend the Certificate of Formation of Limited Partnership to include all of the Limited Partners. To this end, I have enclosed the complete list of General and Limited Partners.

The original Affidavit and Certificate of Limited Partnership was filed on October 29, 1997 and assigned document number A97000002385. Please update our file to reflect this list.

If you have any questions or require any further information, please contact me at (407) 251-5413 or page me at (800) 577-7468, Pin No. 311-3566.

Sincerely,

Dave Swuz

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CM

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*****52.50 *****52.50

*Enclosed: Amendment to Article VI, Section (2) of the Limited Partnership Agreement
Filing Fee of \$52.50*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 19, 1998

DAVE SWUZ
VISUAL GRATUITY PRODUCTIONS LP
P.O. BOX 690356
ORLANDO, FL 32869-0356

SUBJECT: VISUAL GRATUITY PRODUCTIONS LIMITED PARTNERSHIP
Ref. Number: A97000002385

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for VISUAL GRATUITY PRODUCTIONS LIMITED PARTNERSHIP, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$52.50.

The attached form must be completed in order to file the document.

The fee to file your document is \$52.50. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 798A00055566

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

VISUAL GRATUITTY PRODUCTIONS LIMITED PARTNERSHIP

(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 Dept. of State on October 29, 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)

Amendment to Article VI, Section (2) of the Limited Partnership Agreement. Adding complete list of names and addresses, along with percentage of ownership, of all General and Limited Partners of the Partnership.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

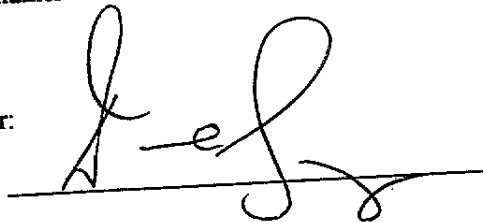
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SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:



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

AMENDMENT TO ARTICLE VI, SECTION (2) OF THE VISUAL GRATUITY PRODUCTIONS LIMITED PARTNERSHIP PARTNERSHIP AGREEMENT

COMPLETE LIST OF GENERAL & LIMITED PARTNERS FOR VISUAL GRATUITY PRODUCTIONS LIMITED PARTNERSHIP: FLORIDA DIVISION OF CORPORATIONS DOCUMENT NO. A97000002385

<u>Name</u>	<u>Address</u>	<u>City, State, Zip</u>	<u>Percentage Ownership</u>
<u>General Partners:</u>			
Dave Swuz	620 Lake Biscayne Way	Orlando, Florida 32824	25.00%
Robert Selvaggi	6124 West Gate Drive #203	Orlando, Florida 32835	25.00%
<u>Limited Partners:</u>			
Dr. Guillermo Valenzuela	140 S.W. 84 th Street, Suite B	Plantation, Florida 33324	2.50%
Jimmy Dandrellis	7806 La Mirada Drive	Boca Raton, Florida 33433	3.75%
Jerry & Sharon Szcinski	3220 Ellendale Drive	Springfield, Illinois 62704	3.75%
Nancy Widmer	6731 Cypress Road, #210	Plantation, Florida 33317	12.50%
Mark Anastasia	8517 Shady Glen Drive	Orlando, Florida 32819	2.75%
Anne Selvaggi	438 N. Beleecker Drive	North Massapequa, N.Y. 11758	1.25%
Mark Matthews	6146 Ranier Drive	Orlando, Florida 32810	3.75%
Irene Szcinski	3220 Ellendale Drive	Springfield, Illinois 62704	1.25%
Jeff Szcinski	2062 Aspen Glade	Kingwood, Texas 77339	1.00%
Travis Morgan	2035 S. Kirkman Road #115	Orlando, Florida 32811	2.50%
Bruno White Entertain.	7680 Universal Drive, Suite 520	Orlando, Florida 32819	15.00%

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TALLAHASSEE, FLORIDA