

A98000000036

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LP/LLP AMENDMENT/RESTATEMENT/CORRECTION

MCNEEL CAPITAL LLLP

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**CERTIFICATE OF SECOND AMENDMENT TO
CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP OF
MCNEEL CAPITAL, LLLP**

Pursuant to the provisions of Florida Statute Section 620.1202 of the Florida Revised Uniform Limited Partnership Act of 2005, as amended, MCNEEL CAPITAL, LLLP (the "Partnership"), a Florida limited partnership, whose Certificate of Limited Partnership was filed with the Florida Department of State on December 26, 1997 (the "Certificate of Limited Partnership"), and was subsequently amended on May 20, 1999, and who was assigned document number A98000000036 by the Florida Department of State, adopts this Certificate of Second Amendment to Certificate of Limited Partnership ("Certificate of Amendment").

FIRST: Section (c) of the Certificate of Limited Partnership is amended as follows:

Pursuant to the death of the sole general partner of the Partnership, namely Van L. McNeel, the names and addresses of the new general partners of the Partnership are:


Clayton W. McNeel
5401 W Kennedy Blvd., Ste. 751,
Tampa, FL 33609 2447

Ian E. McNeel
5401 W Kennedy Blvd., Ste. 751,
Tampa, FL 33609-2447

René M. Wood
5401 W Kennedy Blvd., Ste. 751
Tampa, FL 33609 2447

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



Clayton W. McNeel, as new general partner



Ian E. McNeel, as new general partner



René M. Wood, as new general partner