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

Maricopa Income Partners I, Ltd.

A98-163

(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 January 15, 1998, adopts the following certificate of amendment to its certificate of limited partnership.

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

Article I is amended to read:

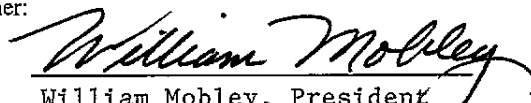
The name of the Limited Partnership shall be:

Mobley Trading & Investment Partnership II, LP

FILED
00 JAN 27 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

THIRD: Signature(s) Mobley Trading & Investment Corporation F/N/A Maricopa Eclipse Corp.
Signature of current general partner:


William Mobley, President

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

