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THOMSON MURARO

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NAME: MILLENNIUM THEATRE, LTD.

AUDIT NUMBER.....H98000011668

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

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**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF LIMITED PARTNERSHIP OF
MILLENNIUM THEATRE, LTD.
a Florida limited partnership**

PURSUANT TO SECTION 620.109, FLORIDA STATUTES

The undersigned, as a general partner of Millennium Theatre, Ltd., hereby amends the Certificate of Limited Partnership of the Partnership, as follows:

1. The name of the limited partnership is Millennium Theatre, Ltd..
2. The Certificate of Limited Partnership for the Partnership was filed with the Florida Secretary of State on June 3, 1998 and assigned Document Number A98000001382.
3. The Partnership desires to amend its Certificate of Limited Partnership to reflect the withdrawal of the general partner and the substitution of a new general partner.
4. Florida Equity Investments, Inc. hereby withdraws as general partner of the Partnership effective as of the date hereof.
5. The following is hereby substituted as the general partner of the Partnership effective as of the date hereof:

Millennium Operations, Inc.
100 Second Avenue South, Suite 904
St. Petersburg, Florida 33701

Under penalties of perjury the undersigned, as the duly authorized officer of the corporation, declare that they have read the foregoing, know the contents thereof and that the facts stated herein are true and correct.

Dated this 30th day of June, 1998.

GENERAL PARTNER:

Millennium Operations, Inc.

By: 

Name/Title: Greg Bagaroz - President

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