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July 30, 2002

Florida Secretary of State  
Corporations Division  
Post Office Box 6327  
Tallahassee, FL 32314

FILED  
02 AUG -5 AM 10:12  
STATE  
TALLAHASSEE, FLORIDA

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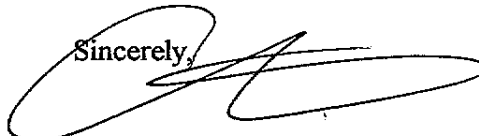
Re: DC Diebel Limited Partnership (#59-3544301)

Dear Sir or Madam:

Enclosed for filing on behalf of the above-referenced limited partnership is an Amendment Certificate of Limited Partnership for DC Diebel Limited Partnership. Also enclosed is our firm's check payable to your office in the amount of Thirty-Five Dollars (\$35) representing the fee for this service and a self-addressed, stamped envelope for your convenience in returning same.

Please contact the undersigned with any questions.

Sincerely,



Charles H. Stark

CHS/db  
Enclosures

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-08/05/02--01051--021  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

AMENDMENT CERTIFICATE  
OF LIMITED PARTNERSHIP FOR  
DC DIEBEL LIMITED PARTNERSHIP

FILED  
02 AUG -5 2002  
TALLAHASSEE, FLORIDA

The name of the Limited Partnership is DC DIEBEL LIMITED PARTNERSHIP. The date of filing of the original Certificate of Limited Partnership with the Florida Secretary of State was December 14, 1998, and pursuant to the Revised Uniform Limited Partnership Act of the State of Florida, the Limited Partnership Agreement is hereby amended as follows:

1. On June 8, 2002, Dewey Ramsby, as Trustee of the N. Donald Diebel, Jr. Irrevocable Trust dated December 14, 1998 transferred a 10.89% limited partnership interest to Dewey Ramsby, as Trustee of the Conor M. Diebel Trust dated June 8, 2002;
2. On June 8, 2002, Dewey Ramsby, as Trustee of the N. Donald Diebel, Jr. Irrevocable Trust dated December 14, 1998 transferred a 10.89% limited partnership interest to Dewey Ramsby, as Trustee of the Liam A. Diebel Trust dated June 8, 2002; and
3. On June 8, 2002, Dewey Ramsby, as Trustee of the N. Donald Diebel, Jr. Irrevocable Trust dated December 14, 1998 transferred a 10.89% limited partnership interest to Dewey Ramsby, as Trustee of the Nicholas R. Diebel Trust dated June 8, 2002.

DATED June 8, 2002.

DC Diebel Limited Partnership

By: N. Donald Diebel  
N. Donald Diebel, General Partner

By: Cynthia A. Diebel  
Cynthia A. Diebel, General Partner