

Wills, Trusts &
Estate Planning
Corporation &
Business Law

Law Offices
ANDREW J. BRITTON, P.A.

Suite A
250 N. Tamiami Trail
Tallahassee, Florida 32301-3855

Telephone
(941) 484-7102
Telecopier
(941) 488-2544

December 28, 1999

Corporate Records
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

400003083854--0
-12/29/99--01102--021
*****70.00 *****52.50

Re: American Torch Tip, Ltd., a Florida Limited Partnership
Ref. no. A99000000884

Dear Sir or Madam:

Enclosed for filing, please find the following documents:

- 1) Amended Affidavit of Capital Contributions of American Torch Tip, Ltd;
- 2) First Amendment to Plan of Merger of American Torch Tip, Ltd; and
- 3) A check in the amount of \$70.00 to cover the cost of filing the two documents.

Thank you for your assistance in this matter.

Very truly yours,


Andrew J. Britton

AJB/bk
Enclosures
cc: Mike Cundiff

a:\corp.lts\file.amd

FILED
00 JAN 26 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A99-884
1-20

Name	De 1-20
Availability	
Document	
Examination	
Updated	
Updated	
Version	
Acknowledgment	
W. P. Ver	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 5, 2000

ANDREW J. BRITTON, P.A.
245 N. TAMiami TRAIL, SUITE A
VENICE, FL 34285

SUBJECT: AMERICAN TORCH TIP, LTD.
Ref. Number: A99000000884

FILED
00 JAN 26 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for AMERICAN TORCH TIP, LTD. and check(s) totaling \$17.50. However, the document has not been filed and is being retained in this office for the following reason(s):

LIMITED PARTNERSHIP CERTIFICATE/APPLICATION BASIC FEES

Filing fees \$52.50 minimum - \$1750 maximum
Registered Agent Designation \$35

The filing fee is based on the total amount contributed and anticipated to be contributed by the limited partners as shown in the affidavit at a rate of \$7 per \$1000. The filing fee for an Application to Register a Foreign Limited Partnership is based on the total amount contributed by the limited partners allocated for the purpose of transacting business in the State of Florida at a rate of \$7 per \$1000.

Certified Copy	\$52.50
(15 pages or less, \$1 for each additional page after initial 15 pages)	
Registered Agent/Office Change	\$35
Name Reservation	
(120 days nonrenewable)	\$35
Amendment	
(other than specified)	\$52.50
Affidavit Decreasing Contributions	\$52.50
Affidavit Increasing Contributions	
\$7 per \$1000 on increase only	
(\$52.50 minimum-\$1750 maximum)	
Certificate of Status or Fact	\$8.75
Cancellation	\$52.50
Resignation of Registered Agent	\$87.50
LP Annual Report/Uniform Business Report	
\$7 per \$1000 of invested capital	
(\$52.50 minimum - \$437.50 maximum)	
plus Supplemental Fee of \$138.75	
Reinstatement	

(\$500 for each year or part thereof the
partnership was revoked plus the delinquent
annual report/uniform business report fees)
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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 900A00000449

FILED
00 JAN 26 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 5, 2000

ANDREW BRITTON, P.A.
245 N. TAMiami TRAIL
VENICE, FL 34285

SUBJECT: AMERICAN TORCH TIP, LTD.
Ref. Number: A99000000884

FILED
00 JAN 26 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for AMERICAN TORCH TIP, LTD. and check(s) totaling \$52.50. However, the document has not been filed and is being retained in this office for the following reason(s):

The fee to file the supplemental affidavit will be based on the increase at a rate of \$7 per \$1000, with a minimum filing fee of \$52.50 and maximum filing fee of \$1750. The fee to file a supplemental affidavit decreasing the contributions is \$52.50.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 800A00000447

FIRST AMENDED AFFIDAVIT OF CAPITAL CONTRIBUTIONS

WHEREAS, an Affidavit of Capital Contributions was filed with the Florida Department of State, along with the certificate of limited partnership for American Torch Tip, Ltd. on May 28, 1999; and

WHEREAS, the amount of those contributions have been adjusted and corrected since the original Affidavit was filed.

NOW THEREFORE, the undersigned, who are all of the General Partners of American Torch Tip, Ltd., declare that the capital contributions of all of the Limited Partners in the Partnership are as follows:

1. The Limited Partners have made capital contributions in the following amounts:

NAME OF LIMITED PARTNER	AMOUNT OF CONTRIBUTION
Cutting Unlimited, Inc.	\$177,816.90
John D. Walters, Jr.	\$281,623.93
Charles Walters	\$281,623.93
Mark Walters	\$281,623.93
John D. Walters, III	\$ 48,226.11
Jeffrey K. Walters	\$ 48,226.11
Steve Walters	\$ 48,226.11
Dan Walters	\$ 48,226.11
Charles Walters, Jr.	\$ 48,226.11

FILED
00 JAN 26 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

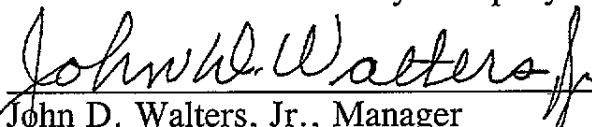
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

Dated: December ____, 1999.

ATTC, L.C.

A Florida Limited Liability Company

By:


John D. Walters, Jr., Manager

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 28 day of December, 1999, by John D. Walters, Jr. as manager of American Torch Tip, a Florida Limited Liability Company, who is personally known to me (yes) or who produced _____ as identification.

Andrew Allen

Signature of Notary Public
Print, type or stamp commissioned
name of Notary Public:



ANDREW ALLEN
My Comm Exp. 12/22/2000
Bonded By Service Ins
No. CC609599
1- Personally Known 1- Other 1- ☒

00 JAN 26 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED