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SECOND AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
GRAYSTONE PROPERTIES. LTD.

In accordance with Florida Statute Section 620.109, this Second Amendment to Certificate of Limited Partnership shall be filed with the Department of State of Florida, setting forth the following:

1 **Name.** The name of this limited Partnership is "Graystone Properties, Ltd."

2 **Date of Filing.** The date of filing of the Certificate of Limited Partnership was October 15, 1999. Said Certificate was amended by the First Amendment thereto which was filed October 11, 2001.

3 **Amendment.** Paragraph 3 of the Certificate of Limited Partnership shall be deleted in its entirety, and the following shall be inserted in its stead:

"3. General Partner, The name and business address of each general partner is :

Alton Burt Phillips, Trustee of the Alton Burt Phillips Revocable Trust
Unit 1502
1002 South Harbour Island Blvd.
Tampa, Florida 33602

John A. Phillips
2 Maplewood Street
Larchmont, New York

IN WITNESS WHEREOF, the parties have executed this Amendment as of the day and year written below.

General Partner
Alton Burt Phillips Revocable Trust

Alton Burt Phillips, Trustee

Print Name: Robert B. Aug 14, J.

Print Name: Kathryn Moody

Dated: July 19, 2007

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General Partner

Print Name: Kate Hudson

Sylvia Scott

Print Name: Sylvia Scott

John A. Phillips

Dated: 8/14, 2007

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