

WESTPORT  
CAPITAL  
MANAGEMENT

CORPORATION

January 25, 2002

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

301 Yamato Road  
Suite 2200  
Boca Raton  
Florida 33431-4931  
561-994-0018  
(561) 994-0018  
Fax: 561.994.6887

B01 0000000264

1/28 B01-264  
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BLK

RE: THE CEDAR FUND, L.P.

400004834404--4  
-01/23/02--01068--004  
\*\*\*\*105.00 \*\*\*\*105.00

Dear Sir/Madam:

Enclosed herewith please find: (1) The 2002 UBR for the Fund along with a check for \$141.25 and (2) an Amendment of the Fund's registration with regards to its general partner along with a check for \$105.00, which includes payment for a certified copy.

Please return the documents to my attention at the address pre-printed above.

Thank you for your cooperation in this matter. Should you have any questions or be in need of additional information please feel free to contact me at (561) 912-0849.

Sincerely,

B. R. Gainsburg, Esq.  
Compliance Manager

FILED  
02 JAN 28 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FF \$52.50  
cc 52.50

**CERTIFICATE OF AMENDMENT  
TO  
APPLICATION FOR REGISTRATION  
OF**

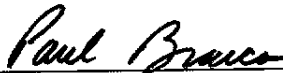
**The Cedar Fund, L.P.**

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits; this certificate of amendment to its registration application:

The registration application is amended as follows:

The Fund's general partner is Westport Capital Management Corporation ("WCM"), a Florida corporation (P01000070241) originally incorporated in Florida under the name Westport Acquisition, Inc. ("WA") in July 2001. Westport Capital Management Corporation (F97000000465) was a corporation originally formed in Connecticut in July 1990. WCM changed the state of its incorporation from Connecticut to Florida effective July 2001 via being acquired by WA and subsequently changing WA's name to Westport Capital Management Corporation.



(Signature of a General Partner)

Paul D. Braica, Vice President, Westport Capital Management Corporation

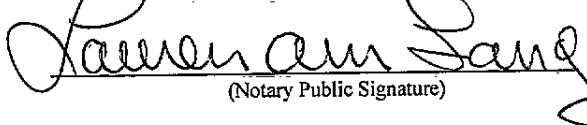
(Typed or printed name of General Partner signing above)

STATE OF

COUNTY OF

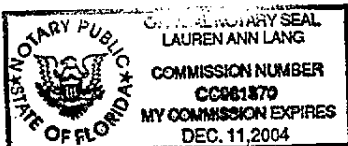
On this 24<sup>th</sup> day of January, 2002 Paul Braica personally  
appeared before me,

☒ who is personally known to me  
☐ whose identity I proved on the basis of \_\_\_\_\_

  
(Notary Public Signature)

Lauren Ann Lang

(Notary's Printed Name)



Seal

My Commission Expires: 12/11/04

FILED  
02 JAN 28 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA