

855623

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

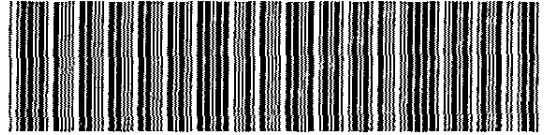
(Business Entity Name)

(Document Number)

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R.A. Charge

G. Crullotto AUG 31 2004



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 854655 4302312
AUTHORIZATION : *Patricia Pizutto*
COST LIMIT : \$ 35.00

ORDER DATE : August 19, 2004
ORDER TIME : 9:39 AM
ORDER NO. : 854655-140
CUSTOMER NO: 4302312
CUSTOMER: Ms. Lucia Barcklow
Stroock & Stroock & Lavan Llp
Suite 3520
180 Maiden Lane
New York, NY 10038-4982

CHANGE OF AGENT

NAME: LOEB PARTNERS CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: LOEB PARTNERS CORPORATION
2. The principal office address: 61 Broadway, 24th Floor, New York, NY 10006
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 02/24/1983 Document number: 855623
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

CT Corporation System

1200 S. Pine Island Road

Plantation, FL 33324

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Corporation Service Company

1201 Hays Street

(P.O. Box NOT acceptable)

Tallahassee, FL 32301

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TALLAHASSEE, FL 32304

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Louis Giaccardo
(Signature of an officer or director)

Louis Giaccardo, Attorney in Fact
(Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Corporation Service Company
By *Jennifer A. Geldof*
(Signature of Registered Agent)

August 23, 2004
(Date)

If signing on behalf of an entity:

Jennifer A. Geldof, Asst. VP
(Typed or Printed Name)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314