



Clark, Partington, Hart, Larry, Bond & Stackhouse

ATTORNEYS AT LAW  
SUITE 6 - A  
151 Regions Way  
DESTIN, FLORIDA 32541

FILED  
2004 JUL 23 P 3:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
Offices:

Telephone (850) 650-3304  
Fax (850) 650-3305  
E-Mail [scovell@cpnlaw.com](mailto:scovell@cpnlaw.com)

Destin, Florida  
Pensacola, Florida

Scott M. Covell

July 20, 2004

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: SH General Partner, Inc. and Sandestin Beach Hotel, Ltd.

To Whom It May Concern:

Enclosed please find original Change of Registered Agent forms for SH General Partner, Inc. and Sandestin Beach Hotel, Ltd. and a check #077437 made payable to the Florida Department of State in the amount of \$70.00 to cover the filing fees for both entities.

Please send confirmation of the two (2) filings to our office via regular mail in the self-addressed, stamped envelope provided herein.

Please give me a call if you have any questions.

Sincerely,

  
W. Christopher Hart

WCH/tw

Enclosures (as stated)

**LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of sections 620.105 and 620.1051, Florida Statutes, the undersigned limited partnership submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. Sandestin Beach Hotel, Ltd.  
Name of the limited partnership

2. 06/19/1996 Date of filing/registration in Florida  
3. A96000001169 Document number assigned

4. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Frank L. Flautt, Jr.  
Name  
4000 Sandestin Blvd.  
Address  
Destin, FL 32550  
City, State and Zip

5. The name and address of the new registered agent and/or office:  
W. Christopher Hart  
Name  
34990 Emerald Coast Parkway, Suite 301  
Florida street address (P.O. Box not acceptable)  
Destin, FL 32541  
City, State and Zip

6. Such change(s) was/were authorized by the general partners.  
SH GENERAL PARTNER, INC.

By: [Signature]  
Signature of General Partner Robert Kamm, Vice President

*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 obligations 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 limited partnership has been notified in writing of this change.*

[Signature]  
Signature of Registered Agent

FILED  
2004 JUL 23 P 3:27  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

**Make checks payable to Florida Department of State and mail to:  
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314  
Filing Fee: \$35.00**