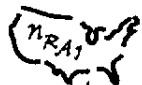


MO2000002093



NATIONAL REGISTERED AGENTS, INC.
2030 Main Street, Suite 1030
Irvine, CA 92614

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800027437168

01/23/04--01037--010 **25.00

FILED
04 JAN 23 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited liability company is: SUNTERRA GRAND BEACH II DEVELOPMENT, LLC
2. The mailing address of the limited liability company is : 3865 West Cheyenne Avenue
North Las Vegas, NV 89032

August 12, 2002

M02000002093

3. Date of filing/registration in Florida

4. Document number

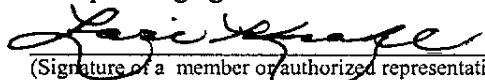
5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

C T Corporation System
Name
1200 South Pine Island Road
Address
Plantation, FL 33324
City, State and Zip

6. The name and address of the new registered agent and/or office:

NRAI Services, Inc.
Name
526 E. Park Avenue
Florida street address (P.O. Box **NOT** acceptable)
Tallahassee FL 32301
City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.


(Signature of a member or authorized representative of a member)

Lori Knohl, Attorney-In-Fact

(Printed or typed name of signee)

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 as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

NRAI Services, Inc.

(Signature of Registered Agent)

Paul J. Hagan, Assistant Secretary

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

FILED
04 JAN 23 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA