



THE UNITED STATES
CORPORATION
COMPANY

P26443

FILED
00 SEP 28 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 0721000000032

REFERENCE : 842160 7212030

AUTHORIZATION :

COST LIMIT :

Patricia Pigato
\$35.00

ORDER DATE : September 25, 2000

ORDER TIME : 11:25 AM

ORDER NO. : 842160-005

CUSTOMER NO: 7212030

4000003407934--9

CUSTOMER: Deborah A. Zelei, Legal Asst
Cedarwood Development, Inc.
1765 Merriman Road

Akron, OH 44313

CHANGE OF AGENT

NAME: CEDARWOOD HOTEL MANAGEMENT,
INC. - SAND KEY

Q. COULLETTE SEP 28 2000

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Jeanine Reynolds EXT 1133

RECEIVED
00 SEP 28 PM 12:12
DIVISION OF CORPORATION

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, the undersigned corporation organized under the laws of the State of Ohio 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 corporation is: CEDARWOOD HOTEL MANAGEMENT, INC. - SAND KEY
2. The mailing address of the corporation is: 1765 Merriman Rd., Akron, OH 44313
3. Date of incorporation/qualification: October 11, 1989 Document number: P26443
4. The name and address of the current registered agent and office:

C T Corporation System

1200 S. Pine Island Rd.

Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

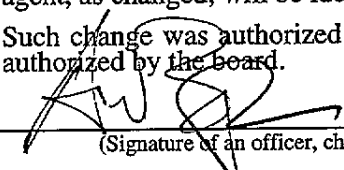
Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

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.


(Signature of an officer, chairman or vice chairman of the board)

9-20-00
(Date)

Alan W. Sponseller, Authorized Representative

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

By: 
(Signature of Registered Agent)

September 27, 2000
(Date)

If signing on behalf of an entity:

Carol K. Dolor, Asst. Vice President

(Typed or Printed Name)

(Capacity)

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

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