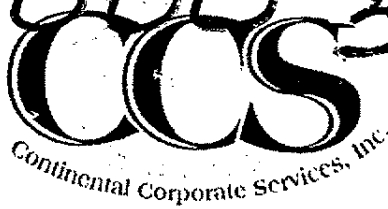


P980000030508



FILING TRANSMITTAL FORM

TO:
Division of Corporations
Florida Department of State
409 E. Gaines Street (Zip Code 32399)
P. O. Box 6327
Tallahassee, FL 32314

FR: Gary Sherman
DATE: August 27, 2001

300004568753--7
-09/04/01--01123--012
*****35.00 *****35.00

RE: Addison Park Apartments, Inc.
Andover Place North, Inc.
Egrets Apartments, Inc.
Glacier/Versant Corp.
Gulf Gate Apartments, Inc.
Indian River Apartments, Inc.
LT By the Sea, Inc.
Monte Vista Orlando, Inc.
Prospect Park Realty Corp.
Providence Place Apartments, Inc.
Vinridge Landing Inc.
West Port St. Petersburg, Inc.
SB Partners Real Estate Corporation
Sentinel Realty Advisors Corporation
Knickerbocker Properties, Inc. XX
Sentinel Realty Corp. II
Sentinel Realty Corp. III
Sentinel Realty Corp. IV

REFERENCE: 00300S

PLEASE FILE THE ATTACHED

Change of Registered Agent

Check for \$35 is enclosed.

PLEASE OBTAIN THE FOLLOWING EVIDENCE:

doc. One Filed stamped copy

Corrected
- OK'D
PER CCS

RAIRO
Change

S. PAYNE SEP 11 2001

FILED
01 SEP-4 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Please call Gary Sherman at 800-300-5067 if there are any problems with this filing.

Please Return Evidence By Regular Mail to:

Gary Sherman

CONTINENTAL CORPORATE SERVICES, INC.

189 FRANKLIN AVENUE, SUITE 1

NUTLEY, NJ 07110

PHONE: 800-300-5067

FAX: 973-542-0313

Thank you.

**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 Florida
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 : Providence Place Apartments, Inc.

2. The mailing address of the corporation : 1251 Avenue of the Americas, New York, NY 10020

3. Date of incorporation/qualification: April 2, 1998 Document number: P98000030508

4. The name and address of the current registered agent and office:

C T Corporation System

1200 S. Pine Island Road

Plantation, FL 33324

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

NRAI Services, Inc.

526 E. Park Avenue

Tallahassee, FL 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 authorized by the board.

Ellyn Baron

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

8/16/01

(Date)

Ellyn Baron, Assistant Secretary

(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.

NRAI Services, Inc.

[Signature]
(Signature of Registered Agent)

8/27/01
(Date)

If signing on behalf of an entity:

Gary Sherman, Assistant Secretary

(Typed or Printed Name)

(Capacity)

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

FILED
01 SEP -4 AM 11:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE