



M000000000

755

ACCOUNT NO. : 072100000032

REFERENCE : 507595 4336650

AUTHORIZATION

COST LIMIT : \$ 35.00

ORDER DATE : December 21, 2001

ORDER TIME : 2:13 PM

ORDER NO. : 507595-035

CUSTOMER NO: 4336650

CUSTOMER: Ms. Sylvie G. Jordan
Baker & McKenzie
19th Floor
1200 Brickell Avenue
Miami, FL 33131

CHANGE OF AGENT

NAME: 38 ACRES, LLC

200004736452--4

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon -- EXT# 1145

EXAMINER: _____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**STATEMENT OF CHANGE OF REGISTERED OFFICE
OF
38 ACRES LLC**

The undersigned, 38 ACRES LLC, ("the Company"), pursuant to Section 608.416, Florida Statutes, submits the following statement in order to change its registered office in the State of Florida.

1. The name of the Company is 38 ACRES LLC
2. The mailing address of the Company is 3399 Ponce de Leon Boulevard, Suite 202, Coral Gables, FL 33134.
3. The Company was filed on April 18, 2000 and the document number is M00000000755.
4. The registered office address as shown on the records of the Florida Department of State is:

3399 Ponce de Leon Blvd.
Suite 202
Coral Gables, FL 33134

5. The address of the new registered office is:

9553 Harding Avenue
Suite 308
Surfside, FL 33154

6. Such change of registered office was authorized by affirmative vote of the sole member of the Company.

IN WITNESS WHEREOF, the undersigned manager of 38 ACRES LLC has executed the foregoing as of December 13, 2001.

BY: _____


Hans Baumberger

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