L06000080776

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REGISTERED AGENT CHANGE

CINNAMON CAY II, LLC

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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: CINNAMON CAY II, LLC

2. The mailing address of the limited liability company is : c/o SOUTH BAY HOLDINGS, LLC.

50 WEST MASHTA DR., STE 2, KEY BISCAYNE, FLORIDA 33149

08/15/2006 — 3. Date of filing/registration in Florida

L06000080776 — 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:

CFRA, LLC
Name

4221 W. BOY SCOUT BLVD., 10TH FLOOR
Address

TAMPA FL 33607-5736
City, State and Zip

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

NORMAN T. ROBERTS, P.A.
Name

50 WEST MASHTA DR., STE 4
Florida street address (P.O. Box NOT acceptable)

KEY BISCAYNE FL. 33149
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.

Ocean Reef Group II, LLC By:
(Signature of a member or authorized representative of a member)

Roberto Cotter, Manager
(Printed or typed name of signer)

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 relating 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.

(Signature of Registered Agent)
Norman T. Roberts, P.A.

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
FILING FEE: $25.00

DN1618 (8/05)

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