

328366



ACCOUNT NO. : 072100000032

REFERENCE : 876051 4319562

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 30, 1998

ORDER TIME : 11:48 AM

ORDER NO. : 876051

CUSTOMER NO: 4319562

CUSTOMER: Ms. Janet English
Lennar Corporation
700 N.w. 107th Avenue

Miami, FL 33172

FILED
98 JUL -1 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHANGE OF AGENT

NAME: W. B. HOMES, INC.

300002577923--9
-07/01/98-01066--029
1435.00 **35.00

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Brenda Phillips/ACP

R.A. Chang
7-2-98
CC

Florida Department of State, Sandra B. Mortham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

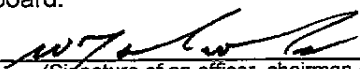
Pursuant to the provisions of sections 607.0502, 617.0502, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is: W. B. HOMES, INC.
- 1b. The mailing address of the corporation is: 700 N. W. 107 Avenue, Miami, Florida 33172
- 1c. Date of incorporation: 4/3/68 Document number: 328366
2. The name and address of the current registered agent and office:
- MORRIS J. WATSKY, ESQ.
- 700 N.W. 107 AVENUE
- MIAMI, FLORIDA 33172
4. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
- DAVID B. McCain, ESQ.
- 700 N.W. 107 AVENUE
- MIAMI, FLORIDA 33172

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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.

 June 8, 1998
(Signature of an officer, chairman or vice chairman of the board) (Date)

WAYNE WRIGHT MALCOLM, Vice President
(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.


(Signature of Registered Agent)

June 8, 1998
(Date)

If signing on behalf of an entity:

David B. McCain, Esq.
(Typed or Printed Name)

Vice President/General Counsel
(Capacity)

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

FILING FEE: \$35.00