

392864
Florida Landmark Communities, Inc.

AN ALLETE COMPANY

July 31, 2001

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

Re: Statement of Change of Registered Agents
Florida For Profit Corporations

600004512786--1
-08/02/01--01048--012
*****35.00 *****35.00

Gentlemen:

Please find enclosed Statement of Change of Registered Office or Registered Agent or Both for Corporations together with \$35.00 checks for each of the following Florida For-Profit corporations:

Florida Landmark Communities, Inc.
Cliffside Properties, Inc.
Enterprise Lehigh, Inc.
Lehigh Corporation
Lehigh Land & Investment, Inc.
Palm Coast Holdings, Inc.

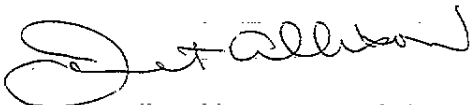
Sugarmill Woods Communities, Inc.
Interlachen Lakes Estates, Inc.
SRC of Florida, Inc.
Sundowner Properties, Inc.
Cape Coral Holdings, Inc.
Cape Properties, Inc.

Please make these changes on our behalf.

If you have any questions concerning these documents, please call Ellen Wyskochil at (941) 368-3229.

Thank you for your attention to this matter.

Sincerely,



Janet Allison
Senior Vice President &
Director of Legal Affairs

Enclosures

Cc: Ellen Wyskochil

FILED
01 AUG -2 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac
racy
8/8

**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 : SUNDOWNER PROPERTIES, INC.

2. The mailing address of the corporation : 226 E. Joel Blvd.

Lehigh Acres, FL 33972 US

3. Date of incorporation/qualification: 12/15/71 Document number: 392864

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

Janet Allison

226 E. Joel Blvd.

Lehigh Acres, FL 33936

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

John A. Natiello

226 E. Joel Blvd.

Lehigh Acres, FL 33972

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)

July 31, 2001
(Date)

Laura A. Holquist, 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)

July 31,
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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