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SHANELL M. HATTON

FILE NO. W98-003

February 12, 1998

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

500002431535--5
-02/16/98--01081--021
*****70.00 *****35.00

RE: Change of Registered Agent

Dear Sir or Madam:

Enclosed please find the Statement of change of Registered Office and Registered Agent on the following corporation:

Cove General, Inc.
Cove Club Management, Inc.

Also, enclosed is our check for \$70.00, representing the filing fee. Kindly file and return confirmation back to us in the stamped, self-addressed envelope provided for your convenience.

If you need anything further please feel free to contact us.

Very truly yours,

Linda Jo Brooks
Linda Jo Brooks,
Legal Assistant to Mr. Welch

/ljb

Encl

FILED
98 FEB 16 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NA change

TLL FEB 16 1998

Charter No. 545896

Date Filed 9/22/77

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: COVE CLUB MANAGEMENT, INC.

2. The name and address of its present registered agent is:

CHARLES C. CROSSWHITE
1400 COUNTRY CLUB DRIVE
BOCA RATON, FL 33428

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

DAVID D. WELCH

2401 E. ATLANTIC BOULEVARD SUITE 400

POMPANO BEACH, FL 33062

FILED
98 FEB 16 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Signature



(President or Vice President)

Date 1/6/98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name DAVID D. WELCH

Signature



(Agent)

Date 1/6/98