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*ALSO ADMITTED IN MISSISSIPPI
**ALSO ADMITTED IN DISTRICT OF COLUMBIA

October 22, 1998

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-10/28/98--01002--003
*****35.00 *****35.00

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Via Federal Express

Re: The Village Apartments of Carrollwood Condominium Association, Inc.

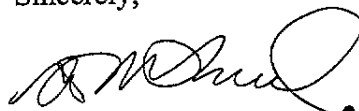
Dear Sir or Madam:

Enclosed please find the following in regard to the above-referenced corporation:

1. Nonprofit Corporation Annual Report 1998, with an attached check for the filing fee in the amount of \$236.25, made payable to the Secretary of State;
2. Resignation of Registered Agent, with an attached check for the filing fee in the amount of \$35.00, made payable to the Secretary of State;
3. Statement of Change of Registered Office or Registered Agent or Both for Corporations, with an attached check for the filing fee in the amount of \$35.00, made payable to the Secretary of State.

If you need anything further from me, please let me know. Please notify me upon receipt and acceptance of these requests.

Sincerely,



Allison M. Tweel

enclosures

FILED
98 OCT 23 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA Check

TLA OCT 27 1998

**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 is: The Village Apartments of Carrollwood Condominium Association, Inc

2. The mailing address of the corporation is: 14009 Clubhouse Circle

Tampa, Florida 33624

3. Date of incorporation/qualification: October 17, 1983 Document number: 770 785

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

Angelia Gordon

c/o Angelia Gordon Property Management Company

4030 Dijon Drive

Orlando, Florida 32808

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

Awilda LeBron

5102 Belmere Parkway

Tampa, Florida 33624

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TALLAHASSEE, FLORIDA

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.

Ginny Doane
(Signature of an officer, chairman or vice chairman of the board)

10-15-98
(Date)

Ginny Doane, President of the Board
(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.

Awilda LeBron
(Signature of Registered Agent)

10/14/98
(Date)

If signing on behalf of an entity:

Awilda LeBron

(Typed or Printed Name)

Registered Agent

(Capacity)

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