

Division of Corporations
Fax: (850) 205-6897

WHITE & CASE

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Page 1 of 1

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M. HODGES

A05-563**REGISTERED AGENT CHANGE****HILLTOP RESIDENTIAL, LTD.**

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LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

Pursuant to the provisions of sections 620.105 and 620.1051, Florida Statutes, the undersigned limited partnership submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. HILLTOP RESIDENTIAL, LTD.

Name of the limited partnership

2. March 18, 2005

Date of filing/registration in Florida

3. A05000000563

Document number assigned

4. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

NRAI SERVICES, INC.

Name

200 S. BISCAYNE BLVD., SUITE 4900

Address

MIAMI, FL 33131

City, State and Zip

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

NRAI SERVICES, INC.

Name

2731 EXECUTIVE PARK DRIVE, SUITE 4

Florida street address (P.O. Box not acceptable)

WESTON

FL 33331

City, State and Zip

6. Such change(s) was/were authorized by the general partners.

[Signature]
General Partner

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 obligations of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the limited partnership has been notified in writing of this change.

B. April Brady
Signature of Registered Agent

B. April Brady, Assistant Secretary

Make checks payable to Florida Department of State and mail to:
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
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