

A 24 132

ROBERT R. WILLIAMS
INVESTMENT
3535 HIAWATHA AVENUE
MIAMI, FLORIDA 33133
TELEPHONE (305) 856-5307

August 15, 2001

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

FILED
01 AUG 20 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH for four partnerships. In addition, please change the mailing address for all four partnerships to:

Chateau Elizabeth Office-Suite 101
3535 Hiawatha Avenue
Miami, FL 33133-4077

700004543087--6
-08/20/01--01125--007
*****35.00 *****35.00

Thank you for your assistance in this matter.

Sincerely,

Robert Burd

Robert Burd,
Accountant

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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. Airliner Hotels, Ltd. LLLP
Name of the limited partnership
2. April 26, 2001
Date of filing/registration in Florida
3. A24132
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:

Paul Oxley
Name

1541 Brickell Avenue, Apt.#A401
Address

Miami, FL 33129
City, State and Zip

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

Robert R. Bellamy
Name

Chateau Elizabeth Office-Suite 101
3535 Hiawatha Avenue
Florida street address (P.O. Box not acceptable)

Miami FL 33133-4077
City, State and Zip

6. Such change(s) was/were authorized by the general partners.
Big Flag Company, General Partner

B.D. Rawls
Signature of General Partner **B.D. Rawls, Secretary**

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.

Robert R. Bellamy
Signature of Registered Agent

**Make checks payable to Florida Department of State and mail to:
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
Filing Fee: \$35.00**

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