

A24567

New Co Corporate Services, Inc.  
25 Avenue of the Americas Suite 501  
New York, NY 10001

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Fax: (212) 356-8379

May 17, 2002

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

800005638598-4  
-05/30/02--01002--00  
\*\*\*1455.00 \*\*\*\*\*35.00

RE: Asbury Jax Management L.L.C. et al  
Change of Registered Agent

Dear Sir/Madam:

A24567  
C#0 PROPERTIES, LTD

Enclosed please find Statement of change of Registered Office or Registered Agent or Both for Limited Liability Company, Corporations and Limited Partnerships on behalf of all the entities on the attached list.

Please file the attached and return a filed-stamped copy to the attention of the undersigned at the above address.

If there are any problems, please contact the undersigned immediately at the following toll-free number 888-336-3926.

Thanking you in advance for your prompt attention to this matter.

Sincerely yours,

*Theresa Festa*

Theresa Festa  
Senior Corporate Specialist

CHECK # 14970 - AMOUNT 1,455.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY 29 AM 9:58  
wlc

**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 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. C & O PROPERTIES, LTD.  
Name of the limited partnership
2. 2/17/1987 Date of filing/registration in Florida
3. A24567 Document number assigned

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

CT CORPORATION SYSTEM

1200 South Pine Island Road

Plantation, FL 33324

5. The name and street address of the successor registered agent and office: (P.O. Box not acceptable)

NRAI Services, Inc.

526 E. Park Avenue

Tallahassee, FL 32301

Such change was authorized by the general partners.

Asbury Tax Management L.L.C.

By: [Signature]  
Signature of General Partner

5/17/2002  
Date

*Having been named as registered agent and to accept service of process for the above stated limited partnership 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.*

For National Registered Agents, Inc.

[Signature]  
Registered Agent signature

5-22-02  
Date

Filing Fee: \$35.00

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

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