

A93000000528

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WRITER'S DIRECT DIAL NUMBER:

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December 16, 1997

Florida Secretary Of State
Division Of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: *F.S. Martin Homes, Limited*

400002376794--6
-12/18/97--01091--024
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed for filing, please find a Limited Partnership Statement of Change of Registered Office or Registered Agent, or Both for the above referenced entity and check in the amount of \$35.00 to cover all filing costs.

Kindly acknowledge receipt of the foregoing by returning a file stamped copy in the self addressed stamped envelope included.

If you have any questions, please don't hesitate to contact this office.


Very truly yours,


Jennifer L. Perez
Assistant to Amy W. Recchio

JLP/jlp
Enclosure

FILED
97 DEC 18 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Change


12/24

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.

FILED
97 DEC 18 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. F.S. Martin Homes, Ltd.
Name of the limited partnership
2. May 19, 1993
Date of filing/registration in Florida
3. A93000000528
Document number assigned

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

Walton H. McMichael
840 JR Manor Drive, Suite 200
Tampa, Florida 33634

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

Randall L. Prince
8401 JR Manor Drive, Suite 100
Tampa, Florida 33634

Such change was authorized by the general partners.
J-Rand Financial Corporation

By: [Signature] December, 1997
Signature of General Partner Date

Jack D. Suarez, President

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.

[Signature] 12-5-97
Registered Agent signature Date
Randall L. Prince

Filing Fee: \$35.00