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STATE
FLORIDA



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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, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation: **GHA ST. ANDREWS, LTD.**
2. The principal office address: **3755 7th Terrace, Suite 301, Vero Beach, FL 32960**

3. The mailing address (if different): _____

4. Date of incorporation/qualification: **1/6//94** Document number: **A94000000049**

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

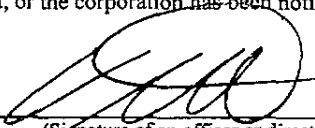
Peter J. Henn
2121 Grand Harbor Blvd.
Vero Beach, FL 32967

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Scott Ritchey
3755 7th Terrace
Suite 301
Vero Beach, FL 32960

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, or the corporation has been notified in writing of the change.

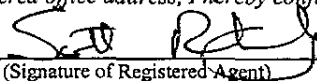


(Signature of an officer or director)

**Annabel North, Secretary of GHA Development,
Inc. it's General Partner**

(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.



(Signature of Registered Agent)

10/09/03

(Date)

If signing on behalf of an entity:

Scott Ritchey

(Typed or Printed Name)

PRESIDENT

(Capacity)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314