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Please refer to our file number:

Writer's direct line: 6993-3

Reply to: (813) 364-2729
Sarasota

A94000001514

October 3, 1997

Bureau of Corporate Records
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

600002312826--1
-10/06/97--01125--001
*****35.00 *****35.00

Re: Timoshenko Family Partnership, Ltd.

Dear Sir or Madam:

Enclosed is a check in the amount of \$35.00 to cover the following:

Statement of Change of Registered Office and
Registered Agent

for the referenced Partnership.

We would appreciate your returning to us a stamp-filed copy of the Statement.

Very truly yours,

Gatha Kennedy Milhorn
Corporate Paralegal

Enclosures

57 OCT 7 5 AM '97
RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Florida Department of State, Jim Smith, Secretary of State

**LIMITED PARTNERHSIP 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. The name of the limited partnership is:Timoshenko Family Partnerhip, Ltd.**2. The date of filing/registration in Florida:**November 10, 1994**3. Document number assigned:**A94000001514**4. The name and address of the present registered agent and office:**Gregory Timoshenko700 John Ringling Blvd.
Apt. #1112Sarasota, Florida 34236**5. The name and address of the successor registered agent and office.:
(P.O. Box not Acceptable)**Stephanie Timoshenko Kutch
3630 Gulf of Mexico Drive
#101BLongboat Key, Florida 34228-2830

Such change was authorized by the general partners.

SIGNATURE: Stephanie Timoshenko KutchGeneral Partner, Stephanie Timoshenko
KutchDate: 10/2/97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP AT THE PLACE DESIG-
NATED 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: Stephanie Timoshenko KutchRegistered Agent, Stephanie Timoshenko
KutchDate: 10/2/97