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ACCOUNT NO. : 072100000032

REFERENCE : 650354 4320229

AUTHORIZATION :

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DIVISION OF CORPORATIONS
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ORDER DATE : December 26, 1997

ORDER TIME : 10:34 AM

ORDER NO. : 650354 508

CUSTOMER NO: 4320229

CUSTOMER: Tammy Thomas, Legal Assistant
Kilpatrick Stockton, LLP
Suite 2800
1100 Peachtree Street
Atlanta, GA 30309

600002408606-2

CHANGE OF AGENT

NAME: HOPS OF FLORIDA MALL, LTD.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XXXX PLAIN STAMPED COPY

CONTACT PERSON: Stacy L Earnest

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DIVISION OF CORPORATIONS

Florida Department of State, Jim Smith, Secretary of State

**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 617.1509
Florida Statutes, the undersigned corporation 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 Florida.

1a. The name of the corporation is: _____

HOPS OF FLORIDA MALL, LTD.

1b. Date of incorporation: 01/31/95

Document number A95000000161

2. The name and address of the current registered agent and office:

FOWLER WHITE GILLEN BOGGS VILLAREAL BANKER

ATTN: R. ALAN HIGBEE ESQ.

TAMPA

FL

33602

3. The name and address of the new registered agent and office:

(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

The street address of its registered agent 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.


SIGNATURE

January 12, 1998

DATE

TERENCE TERENCE, CFO

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION 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 COM-
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY

SIGNATURE BY: 

ASST. VICE PRESIDENT

DATE 1-21-98