

A95000000467

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Document Number)

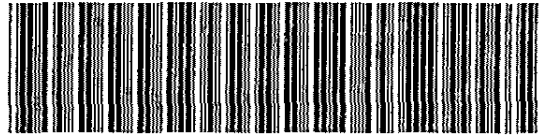
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

1. Florida Tax Credit Fund, LTD

Name of the limited partnership

2. 03/23/1995

Date of filing/registration in Florida

3. A95000000467

Document number assigned

4. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Jerome S. Rydell

Name

5312 Spring Hill Drive

Address

Spring Hill, FL 34606

City, State and Zip

5. The name and address of the new registered agent and/or office:

Registered Corporate Agents, Inc

Name

612 S. MLK Jr. Ave.Florida street address (P.O. Box not acceptable)Clearwater, FL 33756

FL

City, State and Zip

6. Such change(s) was/were authorized by the general partners.

Signature of General Partner

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 obligations 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 limited partnership has been notified in writing of this change.

See Attached Please

Signature of Registered Agent

Make checks payable to Florida Department of State and mail to:
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
Filing Fee: \$35.00

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TALLAHASSEE, FLORIDA

REGISTERED CORPORATE AGENTS, INC.

612 S. Martin Luther King Jr. Avenue, Clearwater, Florida 33756

CRYSTAL S. HYNSON, President
CHARLES G. HYNSON III, Vice President
JOHN M. DONNIACUO, Director
GINA M. PALUMBO, Director

Telephone (727) 447-9546

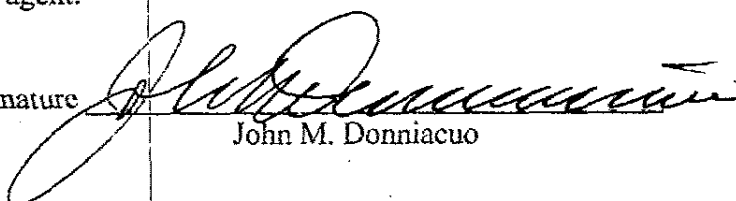
Fax (727) 441-4935

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and Florida Street address of the registered agent is:
Registered Corporate Agents, Inc.
612 S. Martin Luther King Jr. Avenue
Clearwater, FL 33756

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature



John M. Donniacuo