



A9 6000002291

ACCOUNT NO. : 072100000032

REFERENCE : 490749 4303929

AUTHORIZATION : *Patricia Pyzik*

COST LIMIT : \$ 35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG -8 PM 3:20

ORDER DATE : August 8, 1997

ORDER TIME : 11:45 AM

ORDER NO. : 490749

297 AU0040650

CUSTOMER NO: 4303929

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CUSTOMER: Myrna Golinsky, Legal Asst
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

CHANGE OF AGENT

NAME: RAI/FLAMINGO INVESTMENTS,
LTD.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Carina L. Dunlap

BY
8/8/97
RECEIVED
97 AUG -8 PM 3:27
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TO: Sandra B. Mortham, Secretary of State
FLORIDA DEPARTMENT OF STATE - Division of Corporations
Tallahassee, Florida 32301

STATEMENT OF CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of §620.1051, Florida Statutes, the undersigned partnership, organized under the laws of the State of **FLORIDA**, submits the following statement in order to **change** its registered agent and registered office in the State of Florida.

1. The name of the partnership is: RAI/FLAMINGO INVESTMENTS, LTD.
1a. Date of partnership December 12, 1996 Document AF96000002291

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

JOAN L. STEVENS *** 7212 Fisher Island Drive, Fisher Island, FL 33109

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

JOAN L. STEVENS *** 20301 Biscayne Boulevard, Suite 400, Aventura, Florida 33180

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 General Partner on July 15, 1997

Signature:

Joan Stevens
Joan L. Stevens, President,
Recreational Advisors International, Inc.,
General Partner

Dated:

July 15, 1997

Having been named as Registered Agent and to accept service of process for the above stated 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.

BY:

Joan Stevens
Dated: July 15, 1997

Filing Fee - \$35.00

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WRITTEN CONSENT TO CORPORATE ACTION
BY THE GENERAL PARTNER

RAI/FLAMINGO INVESTMENTS, LTD.

Pursuant to §620.1051), the undersigned, being the general partner of RAI/FLAMINGO INVESTMENTS, LTD., (the "Partnership"), organized and existing under the laws of the State of Florida, does hereby agree that when the undersigned has signed this consent or an exact counterpart hereof, each of which counterparts when taken together shall constitute but one and only one consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as if adopted at a formal meeting of the General Partner of the Partnership, duly called and held for the purpose of acting upon proposals to adopt such resolutions. The undersigned hereby waives all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given. The following resolutions are hereby adopted effective as of the ___ day of July, 1997

RESOLVED, that the Partnership's registered office shall be changed

from 7212 Fisher Island Drive, Fisher Island, Florida 33109

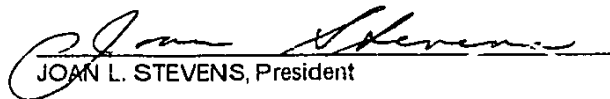
to 20301 Biscayne Boulevard, Suite 400, Aventura, Florida 33180

RESOLVED, that henceforth the street address of the registered office of the Partnership and the street address of the business office of the Partnership's registered agent, as changed, shall be identical.

RESOLVED, that the action contained herein shall be effective as of the 15 day of July, 1997

IN WITNESS WHEREOF, the undersigned being all of the directors of the Partnership have executed the foregoing Written Consent to Corporate Action for the purposes expressed herein this the 15 day of July, 1997.

RECREATIONAL ADVISORS INTERNATIONAL, INC.,
General Partner


JOAN L. STEVENS, President

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