

A99000000535



ZOM PROPERTIES, INC.
1950 Summit Park Drive
Orlando, FL 32810
Phone: 407-644-6300
Fax: 407-475-0894

TO: Division of Corporations
Florida Department of State

FROM: Kelli A. Wheat *KAW*
Partnership Administrator
kaw@zomusa.com

DATE: January 18, 2002

RE: Change of Registered Agent

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-01/24/02--01004--004
*****35.00 *****35.00

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Enclosed please find filing fees and Statement of Change forms for the Registered Agent of the following Limited Partnerships and/or Corporations:

- ZOM Coral Springs, Ltd.
- ZOM Branch Creek, Ltd.
- ZOM Carrollwood, Ltd.
- ZOM Tampa Fletcher, Ltd.
- ZOM South Beach, Ltd.
- ZOM Lake Eola, Ltd.
- ZOM Ocean Drive, Ltd.
- ZOM Kensington, Ltd.
- ZOM South Howard, Ltd.
- ZOM Vanderbilt, Ltd.
- ZOM Gateway, Ltd.
- ZOM Seminole Interstate, Ltd.
- ZOM Curry Ford, Ltd.
- ZOM Bayard, Ltd.
- ZOM Lake Bennet, Ltd.
- ZOM Windmill Point, Ltd.
- ZYBOR, Inc.
- ZOM, Inc.
- ZOM Realty, Inc.
- ZOM Properties, Inc.
- ZOM Development, Inc.

- ZOM Management, Inc.
- ZOM Administration, Inc.
- ZOM Texas, Inc.
- ZOM Residential Services, Inc.
- ZOM Communities, Inc.
- Park Affordable Housing, Inc.
- ZOM Holding, Inc.
- ZOM Development I, Ltd
- ZOM Development II, Ltd
- ZOM Development III, Ltd
- ZOM Development IV, Ltd
- ZOM Development V, Ltd
- ZOM Development VI, Ltd
- ZOM Development VII, Ltd
- ZOM Development VIII, Ltd
- ZOM Development IX, Ltd
- ZOM St. Pete, Ltd.
- Valencia Park, Ltd.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Should you have any questions, please contact me via telephone or e-mail.
Thank you.

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. ZOM Carrollwood, Ltd.
Name of the limited partnership

2. 04/02/1999 Date of filing/registration in Florida 3. A99000000535 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:

Eric F.J. Boschmans
Name

1950 Summit Park Drive, Suite 300
Address

Orlando, Florida 32810
City, State and Zip

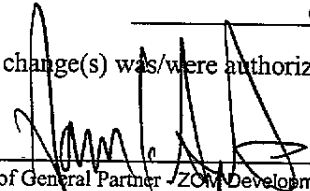
5. The name and address of the new registered agent and/or office:

ZOM Development, Inc.
Name

1950 Summit Park Drive, Suite 300
Florida street address (P.O. Box **not** acceptable)

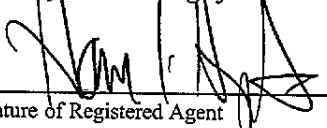
Orlando, Florida 32810
City, State and Zip

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


Signature of General Partner ZOM Development VI, Ltd., by: ZOM Development, Inc., its sole General Partner

Samuel C. Stephens, III, Executive Vice President

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.


Signature of Registered Agent
Samuel C. Stephens, III
Executive Vice President of ZOM Development, Inc.

**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