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CHAMBERLAIN, HRDLICKA, WHITE, WILLIAMS & MARTIN

A PARTNERSHIP OF PROFESSIONAL CORPORATIONS

ATTORNEYS AT LAW

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DIRECT DIAL NO. (713) 654-9679

MARK D. SALSURY

April 10, 2000

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-04/18/00-01006--002
*****35.00 *****35.00

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Statement of Change of Registered Office and Registered Agent for Sandpiper Ridge
on Ocean Shore, Ltd.

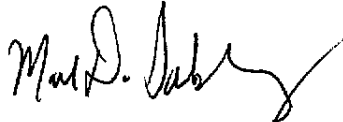
Dear Madam or Sir:

Attached for filing today, please find enclosed two copies of the above document and a check
in the amount of \$35.00 made payable to the Florida Division of Corporations. Please file the
attached document upon receipt. **Please mail the file stamped copy of the document to me at the
following address:**

Mark D. Salsbury
Chamberlain, Hrdlicka, White, Williams & Martin
1200 Smith St., Suite 1400
Houston, Texas 77002
FAX (713) 658-2553

Thank you for your assistance in this matter.

Very truly yours,



Mark D. Salsbury

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 18 PM 1:12

R.A. Cf-a. go.

11/11/21-2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 18 PM 1:12

STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT
FOR
SANDPIPER RIDGE ON OCEAN SHORE, LTD.

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 and registered agent in the State of Florida.

1. The name of the limited partnership is SANDPIPER RIDGE ON OCEAN SHORE, LTD.
2. The limited partnership's Certificate of Limited Partnership was filed on November 16, 1999. The limited partnership was assigned document number A99000001899.
3. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State are:

Karen Marchetti
6465 Buchanan St.
Hollywood, Florida 33024.

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

Charlene Juan
16286 SW 7th Street
Pembroke Pines, Florida 33027

5. The changes shown above were authorized by the general partner of the limited partnership.

GENERAL PARTNER:

DREAMS CAN COME TRUE, INC.

By: Kimberly Rose-Wakefield
Kimberly Rose-Wakefield, 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.

Charlene Juan
CHARLENE JUAN