

B96000000395

WOLF, BLOCK, SCHORR AND SOLIS-COHEN LLP

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FILED
98 APR 17 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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April 16, 1998

VIA FEDERAL EXPRESS

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*****35.00 *****35.00

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Commerce Investors #1110 Limited Partnership

Dear Sir/Madam:

In connection with the above-captioned limited partnership,
enclosed herewith are the following:

- Statement of Change of Registered Office or Registered Agent or Both.
- Our firm's check in the amount of \$35.00 in payment for filing.

When the foregoing has been filed, please forward the filed copy to the attention of the undersigned in the self-addressed, stamped envelope enclosed herewith.

Thank you.

Very truly yours,

VS APR 23 1998

Deborah E. Rappaport

Deborah E. Rappaport
Corporate Services Department

RA Chg.

/dr
enclosures

DSA:140325.1

**LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED
OFFICE OR REGISTERED AGENT, OR BOTH**

Pursuant to the provision of sections 620.105 and 620.1051, Florida Statutes, the undersigned limited partnership organized under the laws of the state of Delaware, submits the following statement in order to change its registered office or registered agent, or both, in the state of Florida.

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TALLAHASSEE, FLORIDA

1. COMMERCE INVESTORS #1110 LIMITED PARTNERSHIP
Name of the limited partnership
2. October 10, 1996 3. B96000000395
Date of filing/registration in Florida Document number assigned

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

C T CORPORATION SYSTEM
1200 South Pine Island Road
Plantation, Florida 33324

5. The name and street address of the successor registered agent and office (P.O. Box not acceptable)

Sheila L. O'Boyle
c/o Commerce Group, Inc.
1280 West Newport Center Drive
Deerfield Beach, Florida 33442

Such change was authorized by the general partners.

COMMERCE INVESTORS #1110 GP CORP. (General Partner)

By: _____

Signature of General Partner

Martin E. O'Boyle, President

Having been named as registered agent and to accept service of process for the above stated limited 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.

Sheila L. O'Boyle
Registered Agent signature

4/9/98
Date

Filing Fee: \$35.00

Division of Corporations