



THE UNITED STATES
CORPORATION
COMPANY

B97000000700

ACCOUNT NO. : 072100000032

REFERENCE : 250999 161524A

AUTHORIZATION

Patricia Pigute

COST LIMIT : \$ 35.00

ORDER DATE : May 24, 1999

ORDER TIME : 9:31 AM

ORDER NO. : 250999-215

CUSTOMER NO: 161524A

000002885580--7

CUSTOMER: Ms. Melinda Walker
American Retirement Corp.
111 Westwood Place
Suite 402
Brentwood, TN 37027

RECEIVED

99 MAY 25 AM 10:47

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CHANGE OF AGENT

NAME: FORT AUSTIN LIMITED
PARTNERSHIP

99 MAY 25 AM 11:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Brenda Phillips

BK

5/25/99

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

1. FORT AUSTIN LIMITED PARTNERSHIP

Name of the limited partnership

2. 12/22/97

Date of filing/registration in Florida

3. B97000000700

Document number assigned

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

NRAI SERVICES, INC.

526 E. PARK AVENUE

TALLAHASSEE, FLORIDA 32301

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

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

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99 MAY 25 AM 11:28

Such change was authorized by the general partners.


Signature of General Partner

5-17-99
Date

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.

Corporation Service Company

By: Deborah D. Skipper
Registered Agent signature

5/20/99
Date

Filing Fee: \$35.00

Division of Corporations