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From: SUSAN G. WHITLATCH (904)301-4460
THE ST. JOE COMPANY
245 Riverside Avenue
Suite 500
JACKSONVILLE, FL, 32202

(City/State/Zip/Phone #)

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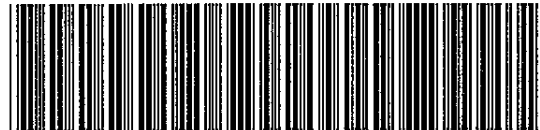
(Business Entity Name)

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REGISTRATION
TALLAHASSEE, FLORIDA

J. BRYAN OCT 23 2003

**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. ST. JOE/ARVIDA COMPANY, LP

Name of the limited partnership

2. 1/27/1998

Date of filing/registration in Florida

3. B98000000064

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:

LAWRENCE PAINE

Name

245 RIVERSIDE AVENUE SUITE 500

Address

JACKSONVILLE FL 32202

City, State and Zip

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

CHRISTINE M. MARX

Name

Same as above

Florida street address (P.O. Box not acceptable)

FL

City, State and Zip

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

Dorinda H. Whiteaker

Signature of General Partner

Asst. Secretary of St. Joe/Arvida Company, Inc.
its general partner

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.

Ch M Marx

Signature of Registered Agent

**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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