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Division of Corporations

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B99000000033

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 205-0380

From:

Account Name : FIELDSTONE LESTER SHEAR & DENBERG
Account Number : I19990000180
Phone : (305) 357-5775
Fax Number : (305) 357-5776

REGISTERED AGENT CHANGE

BRAY & GILLESPIE DELAWARE III, L.P.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

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

Pursuant to the provisions of sections 620.105 or 620.1051, 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. The name of the limited partnership: Bray & Gillespie Delaware III, L.P.
2. The current principal and mailing address of the limited partnership: 600 North Atlantic Avenue, Daytona Beach, Florida 32118.
3. The new principal and mailing address of the limited partnership: P.O. Box 265400, Daytona Beach, Florida 32126-5400.
4. Date of filing registration: January 21, 1999 3. Document number: B99000000033
5. The name and address of the current registered agent and office:

Ronald R. Fieldstone
200 S. Biscayne Blvd., Suite 2100
Miami, FL 33131

6. The name and address of the new registered agent (if changed) and/or registered office (if changed):
Box Not Acceptable)

Ronald R. Fieldstone
201 Alhambra Circle, Suite 601
Coral Gables, FL 33134

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


(Signature of General Partner)

Charles A. Bray, President of
Bray & Gillespie Delaware III, Inc., General Partner
(Printed or typed name and title)

8/1/01
(Date)

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 to merely 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)

8/1/01
(Date)

HALIBRARY\Clients\Bray & Gillespie\General\b&g.deIIIup.change.wpd
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