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FENNEBRESQUE, CLARK, SWINDELL & HAY

ATTORNEYS AT LAW

NATIONS BANK CORPORATE CENTER  
SUITE 2900  
100 NORTH TRYON STREET  
CHARLOTTE, NORTH CAROLINA 28202-4011

TELEPHONE 704-347-3800  
FACSIMILE 704-347-3838

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

May 4, 1998

**VIA FEDERAL EXPRESS**

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

900002512219--4  
-05/05/98-01145--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Change of Registered Agent/Registered Office for  
Summit Real Estate Investment Trust, d/b/a Roycom Summit R.E.I.T.  
Internal No. 4213-1

Dear Sir/Madam:

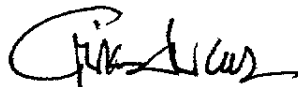
I am enclosing an original and a conformed copy of a Statement of Change of Registered Agent/Registered Office for the above named entity, and a check in the amount of \$35.00 to cover the filing fees.

Please file this document and forward the file stamped copy to me in the enclosed self addressed stamped envelope.

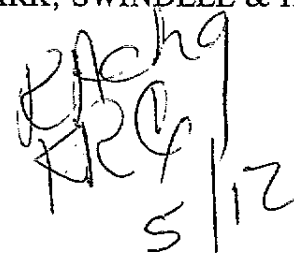
If you have any questions regarding this filing, please call me at (704) 338-4758. Thank you.

Sincerely,

FENNEBRESQUE, CLARK, SWINDELL & HAY



Gina M. Lucas  
Legal Assistant



Enclosures

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508 Florida Statutes, the undersigned <sup>business trust</sup> ~~corporation~~ organized under the laws of the State of <sup>Province</sup> ~~Ontario, Canada~~ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: SUMMIT REAL ESTATE INVESTMENT TRUST, d/b/a

Roycom Summit REIT

1b. Date of incorporation 4/24/97 Document number D97000000007

2. The name and address of the current registered agent and office:

C T CORPORATION SYSTEM, c/o C T CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND RD., PLANTATION, FLORIDA 33324

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

(P.O. Box Not Acceptable)

JOHN CARTER, CARTER & ASSOCIATES, 405 NORTH REO STREET, SUITE  
TAMPA, FLORIDA 33609

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

~~Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.~~

Summit Real Estate Investment Trust  
d/b/a Roycom Summit REIT

Jon S. Jenrette, Jr. Roycom  
SIGNATURE  
04/26/98

DATE

By: ROYCOM ADVISORS U.S. LIMITED, its authorized  
(Type or printed name and title) agent  
By: Jon S. Jenrette, Vice President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ENTITY 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.

SIGNATURE BY: [Signature]

(Registered Agent)

DATE 4/24/98

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (7-91)

Filing Fee: \$35.00