



THE UNITED STATES
CORPORATION
COMPANY

F 93 0000000729

ACCOUNT NO. : 072100000032

REFERENCE : 209339 5024449

AUTHORIZATION :

Patricia Pigott

COST LIMIT : \$ 35.00

FILED
97 JAN -8 PM 1:15
TALLAHASSEE, FLORIDA

ORDER DATE : January 3, 1997

ORDER TIME : 9:51 AM

ORDER NO. : 209339-060

CUSTOMER NO: 5024449

000002050020 --2

CUSTOMER: Asst Vice Pres Eileen Bannon
Lehman Brothers
3 World Financial Center
200 Vesey Street, 24th Floor
New York, NY 10285

CHANGE OF AGENT

NAME: RI 2 REAL ESTATE SERVICES INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Thelmon Washington

N. HENDRICKS JAN - 8 1997

RECEIVED
17 JAN -8 AM 10:42
SIGN OF CORPORATION

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 corporation 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.

1a. The name of the corporation is: _____

RI 2 REAL ESTATE SERVICES INC.

1b. Date of incorporation / _____ Document number _____
qualification

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

C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE

PLANTATION

FL

33324

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

The Prentice-Hall Corporation System, Inc.

1201 Hays Street

Tallahassee, Florida 32301

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.

Eileen M. Bannon
SIGNATURE

EILEEN M. BANNON
ASST SECRETARY

Typed or printed name and title

DATE

12/30/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION 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 COM-
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

The Prentice-Hall Corporation System, Inc.
VICKI SCHREIBER

SIGNATURE By: Vicki Schreiber
(Registered Agent) ASST VICE PRESIDENT

DATE 1/6/97