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April 1, 2002

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300005188773--2
-04/03/02--01030--012
*****35.00 *****35.00

Re: Change of Registered Agent for Gilbane Properties, Inc.

Gentlemen:

Enclosed are an original and one copy of a Statement of Change of Registered Office or Registered Agent or Both for Corporations to be filed for Gilbane Properties, Inc., a Rhode Island corporation qualified to do business in Florida. Also enclosed is the corporation's check in the amount of \$35.00 in payment of the filing fee.

After the Statement has been filed, please send an acknowledgment of filing to this office.

Sincerely,



Mary F. Fendle, Legal Assistant

:mf

Enclosures (2)

cc: George R. Walmsley w/enclosures
Steven C. Lee, Esq. w/enclosures

G:\TAX\MFLTR\gilbane prop ra-01.wpd

FILED
02 APR -3 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Change

IN BREVARD COUNTY
DEAN, MEAD, SPIELVOGEL & GOLDMAN
(321) 453-2333

DEAN
MEAD

T BROWN APR - 8 2002

IN FORT PIERCE
DEAN, MEAD, MINTON & KLEIN
(561) 464-7700 • (561) 562-7700

**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 RHODE ISLAND
submits the following statement in order to change its registered office or registered agent, or both, in
the State of Florida.

GILBANE PROPERTIES, INC.

1. The name of the corporation : _____

2. The mailing address of the corporation : 7 JACKSON WALKWAY
PROVIDENCE, RI 02903

3. Date of incorporation/qualification: 04/27/93 Document number: F930000001974

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

STEVEN C. LEE

800 N. MAGNOLIA AVENUE, SUITE 1500

ORLANDO, FL 32803

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

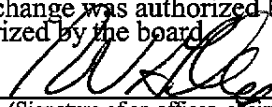
DEAN MEAD SERVICES, LLC

800 N. MAGNOLIA AVENUE, SUITE 1500

ORLANDO, FL 32803

The street address of its registered office 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.

✓ 
(Signature of an officer, chairman or vice chairman of the board)

MAR. 19 2002
(Date)

ROBERT V. GILBANE, PRESIDENT

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

By:


(Signature of Registered Agent)

4/1/2002
(Date)

Steven C. Lee, Vice President of Dean, Mead, Egerton, Bloodworth, Capouano &
If signing on behalf of an entity: Bozarth, P.A., Sole Member of Dean Mead Services, LLC

(Typed or Printed Name)

(Capacity)

* * * FILING FEE: \$35.00 * * *

02 APR -3 AM 11:06
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA