F 930000003793

CSC

ACCOUNT NO. : 072100000032

REFERENCE : 410168 5124579

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 35.00

FILED
01 AUG 14 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 9, 2001

ORDER TIME : 11:11 AM

ORDER NO. : 410168-095

CUSTOMER NO: 5124579

400004534604--2

CUSTOMER: Ms. Trish Wilson
Kolter Property Company
2200 Yonge Street, Suite 1600

Toronto, ON M4S 2C6

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 14 PM 2:2
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

CHANGE OF AGENT

NAME: WOODFIELD PARTNERS G.P., INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull

08-15-01
cc

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 TEXAS *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 corporation : WOODFIELD PARTNERS (GP, INC.

2. The mailing address of the corporation : 150 E. PALMETTO PARK RD, SUITE 330
BOCA RATON, FL 33432

3. Date of incorporation/qualification: 08/19/1993 Document number: F93000003793

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

ROBERT JULIEN
1201 HAYS STREET
TALLAHASSEE, FLORIDA 32301

FILED
01 AUG 14 PM 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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] 8/3/01
(Signature of an officer, chairman or vice chairman of the board) (Date)

MICHAEL CLARKE CFO
(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.

Laura R. D[signature] 8/14/01
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Laura R. Dunlap — Laura R. Dunlap as its agent
(Typed or Printed Name) (Capacity)

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