



THE UNITED STATES
CORPORATION
COMPANY

F94000006295

ACCOUNT NO. : 072100000032

REFERENCE : 389442 4382779

AUTHORIZATION : Patricia Pygott

COST LIMIT : \$ 35.00

ORDER DATE : May 13, 1997

ORDER TIME : 9:25 AM

ORDER NO. : 389442-060

CUSTOMER NO: 4382779

CUSTOMER: Ms. Geraldine L. Banyai
Painewebber Group, Inc.
1285 Avenue Of The Americas

New York, NY 10019

600002180926--8

RA
Change

CHANGE OF AGENT

NAME: ILM II LEASE CORPORATION

5/16/97

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Warren Whittaker

W.P. V. Fyler

FILED
97 MAY 16 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 MAY 16 AM 9:59
TALLAHASSEE, FLORIDA

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

1a. The name of the corporation is: ILM II LEASE CORPORATION

2. The name and address of the current registered agent and office:
C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE PLANTATION FL 33324

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

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

SIGNATURE

DATE _____

GERALDINE L. BANYAI
ASST SECRETARY

Typed or printed name and title

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 COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY

SIGNATURE

By: USA G. MULLIGAN
ASST VICE PRESIDENT

DATE 5-12-97