

797000006137

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

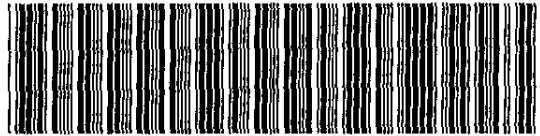
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04/03/06--01005--007 **35.10

FILED

06 MAR 31 PM 1:59

SECRETARY OF STATE
TALLAHASSEE, FL 32301

Done on



Department of State
Amendment Sect. Div. of Corporation
2661 Executive Center Circle
Tallahassee, FL 32301

ATTN: CAROL MUSTAIN

RE: Document #: F97000006137
Boca Resorts, Inc.

Designation of Registered Agent

Ms. Mustain:

Provided herewith is a copy of the necessary document to appoint a Registered Agent, and the fee for such filing.

Unfortunately, due to an administrative oversight in responsibility, upon the change of control of the aforementioned entity, we inadvertently failed to designate a new Registered Agent.

Your attention and cooperation in rectifying this situation will be greatly appreciated.

Sincerely,

A handwritten signature in black ink, appearing to read 'R. Rubenstein', with a stylized flourish at the end.

Robert Rubenstein

LUXURY RESORTS

595 S. FEDERAL HIGHWAY, SUITE 600 BOCA RATON, FL 33432
TEL 561.544.2448 FAX 561.869.8469 LUXURYRESORTS.COM

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BOCA RESORTS, INC.

(Name of Corporation)

DOCUMENT NUMBER: F97000006137

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert Rubenstein

(Name of Contact Person)

LXR Legal Department

(Firm/Company)

595 S. Federal Highway, Ste. 600

(Address)

Boca Raton, Florida 33432

(City/State and Zip Code)

For further information concerning this matter, please call:

Robert Rubenstein

(Name of Contact Person)

at (561) 544-2446

(Area Code & Daytime Telephone Number)

Enclosed is a \$35.00 check made payable to the Department of State.

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**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, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: BOCA RESORTS, INC.
2. The principal office address: 501 East Camino Real, Boca Raton, Florida 33432
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 11/20/97 Document number: F97000006137
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Robert Rubenstein

595 S. Federal Highway, Ste. 600

(P.O. Box NOT acceptable)

Boca Raton, Florida 33432

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TALLAHASSEE, FLORIDA

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, or the corporation has been notified in writing of the change.


(Signature of an officer or director)

Mary Jo Finocchiaro, Vice President
(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.


(Signature of Registered Agent)

March 23, 2006

(Date)

If signing on behalf of an entity:

BOCA RESORTS, INC.

(Typed or Printed Name)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E045 (8/05)