

F98000002777

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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-12/03/98-01044-021
*****70.00 *****35.00

CORPORATION(S) NAME

UDR Developers, Inc.

98 DECEMBER 13 PM 2:01
SECRET/AMERICAN STATE
TALLAHASSEE, FLORIDA

FILED

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input checked="" type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name 12/03/98

Availability _____

Document _____

Examiner _____

Updater _____

Verifier _____

Acknowledgement _____

W.P. Verifier _____

R.A. Change

12-3-98

cc

Florida Department of State, Sandra B. Mortham, 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 Virginia 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 is: UDR Developers, Inc.

2. The mailing address of the corporation is: 10 South Sixth Street
Richmond, VA 23219

3. Date of incorporation/qualification: 5/15/98 Document number: F98000002777

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

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301-2525

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

C T Corporation System

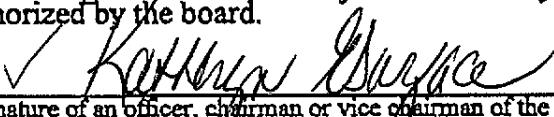
1200 South Pine Island Road

Plantation, FL 33324

98 DEC -3 PM 2 01
SECRETARY STATE
TALLAHASSEE, FLORIDA
FILED

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)

12/2/98
(Date)

Katheryn E. Surface, Sr. Vice 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.


(Signature of Registered Agent)

12/2/98
(Date)

If signing on behalf of an entity:

Kevin J. Gallagher
(Typed or Printed Name)

Asst. Vice President
(Capacity)