

K43495

Bay State Corporate Services
Six Beacon Street, Ste. 425
Boston, MA 02108
(617) 742-8484 Fax: (617) 742-8482

December 28, 2001

Florida Division of Corporations

Ref Number: 06970

600004748776--8
-01/03/02--01024--008
280.00 **35.00

Subject name(s): GOODRICH PROPERTIES, INC. et al

Enclosed you will find (8) Statements of Change of Registered Office or Registered Agent for FL, SOS.

Please find a check in the amount of \$280.00 for filing fees. Please record/file upon receipt on an expedited basis.

Upon completion, please return evidence (date stamp copies are attached) to our office by:

REGULAR MAIL

If there are any problems, please hold the filing and call our office immediately.
To ensure prompt payment, include our reference number on your invoice.

Thank you in advance for your assistance.

Jessica McCaul

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02 JAN -3 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NPRRA National Public Records
Research Association

R.A. Change

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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 Florida 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 : E.G.W. Properties, Inc.

2. The mailing address of the corporation : 1067 South Ocean Boulevard
Palm Beach, Florida 33480

3. Date of incorporation/qualification: 11/4/88 Document number: K43495

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

Prentice-Hall Corporation System, Inc.

First Florida Bank Bldg., Suite 420

Tallahassee, FL 32301

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

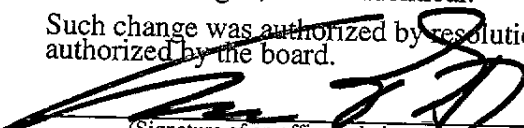
NRAI Services, Inc.

526 E. Park Avenue

Tallahassee, FL 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 of an officer, chairman or vice chairman of the board)

12-27-01
(Date)

Edward F. Hines, Jr., Secretary

(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.
NRAI Services, Inc.


(Signature of Registered Agent)

12-27-01
(Date)

If signing on behalf of an entity:

Suzanne T. CRYAN
(Typed or Printed Name)

Asst. Secretary
(Capacity)

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