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September 9, 1997

* BOARD CERTIFIED CRIMINAL TRIAL LAWYER
** ALSO ADMITTED IN ALABAMA AND WYOMING

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

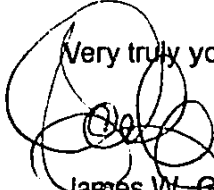
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Re: Greenwood Development Corporation of Florida, Inc. - change of registered agent

Gentlemen:

Enclosed please find a Statement for Change of Registered Office or Registered Agent or Both for Corporations to be filed for Greenwood Development Corporation of Florida, Inc. Also enclosed is check number 000427 in the amount of \$35.00 as the filing fee.

Thank you for your assistance in this matter. I am

Very truly yours,

James W. Grimsley

FILED
97 SEP 10 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JWG/ks

Enclosure as stated

cc: Julian J. Nexsen, Jr.

Greenwood\secretary.registered.change

RA charge
LJS
9-17-97

Florida Department of State, Sandra B. Mortham, Secretary of State

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

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 is: Greenwood Development Corporation of Florida, Inc.

2. The mailing address of the corporation is: Post Office Box 1017 Greenwood, SC 29648

3. Date of incorporation/qualification: Document number:

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

Robert E. Lee
26-A Racetrack RD NW
Ft. Walton Beach, FL 32548

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

James W. Grimsley
25 Walter Martin Road, NE
Fort Walton Beach, Florida 32548

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SECRETARY OF STATE
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.

Julian J. Nexsen, Jr. (Signature of an officer, chairman or vice chairman of the board)

9-5-97 (Date)

Julian J. Nexsen, Jr., Executive Vice President (Printed or typed name and title) 9-5-97 (Date)

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)

9/8/97 (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)