

L000000002565

811 Dallas Avenue
Suite 1500
Houston, TX 77002
Tel. 713 658 9486
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June 13, 2000

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

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-06/16/00--01082--001
*****25.00 *****25.00

Re: Homevest, L.L.C.
Order #: 2236167

Dear Sir or Madam:

As requested by counsel, we enclose for filing Statement of Change of Registered Office or Registered Agent on behalf of the above named corporation, together with the funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to my attention via regular mail.

If you have any questions or if for any reason the filing cannot be effected, please notify this office of the details by calling our toll-free number: 800-324-0754

Very truly yours,

Denise Bell

Denise Bell
Customer Specialist

Enclosure(s)

FILED
00 JUN 16 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-2565

Name	<i>Denise Bell</i>
Availability	<i>6-23</i>
Document	<i>6-23</i>
Signature	<i>Denise Bell</i>
Witness	<i>Denise Bell</i>
Notary	<i>Denise Bell</i>
Address	<i>Denise Bell</i>
W. P. Verlyer	<i>Denise Bell</i>

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company 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 limited liability company is: HOMEVEST, L.L.C.
2. The mailing address of the limited liability company is: 1241 Semoran Blvd., Suite 185
Casselberry, Florida 32707

March 1, 2000

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3. Date of filing/registration in Florida

4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Walter D. Beeman, Jr.

Name

1241 Semoran Blvd., Suite 185

Address

Casselberry, Florida 32707

City, State and Zip

6. The name and address of the new registered agent and/or office:

CT Corporation System

Name

1200 South Pine Island Road

Florida street address (P.O. Box NOT acceptable)

Plantation, FL 33324

City, State and Zip

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Richard G. Slaughter

(Signature of a member or authorized representative of a member)

Richard G. Slaughter, Secretary and Vice President
of U.S. Home Corporation, Manager of Homevest, L.L.C.

(Printed or typed name of signee)

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 obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Victor Alfano

(Signature of Registered Agent)

VICTOR ALFANO

ASSISTANT SECRETARY

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

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE