

Gainesville

Properties, LTD., LLC

105 Jefferson St.
Newark, Ohio 43055

L000000005371

October 17, 2001

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

600004654416--3
-10/26/01--01026--001
*****25.00 *****25.00

Dear Division of Corp.;

I am writing this request to waive the \$100.00 reinstatement fee. Our company is new to the state and did not know to file the annual report and did not receive the report form in the mail. We requested this reinstatement form and are requesting at this time that we be reinstated in the state of Florida. We will take special precautions to assure that the annual report is not late again.

Thank you for your understanding and it is a pleasure doing business in Florida.

Sincerely,

 (Member)

Wesley Morgan Member

I have changed the registered agent (enclosed) to me so
this will not happen again.

FILED
2001 OCT 25 AM 9:53
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



**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: GAINESVILLE PROPERTIES LTD., LLC
2. The mailing address of the limited liability company is : 105 JEFFERSON ST.
NEWARK, OH 43055

3. Date of filing/registration in Florida 5/11/2000
4. Document number L00000005371

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

CT COPRPORATIN SYSTEM
Name
1200 SOUTH PINE ISLAND RD
Address
PLANTATION, FL 33324
City, State and Zip

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

WES MORGAN
Name
17222 ALICO CENTER RD #1
Florida street address (P.O. Box NOT acceptable)
FT. MYERS FL 33912
City, State and Zip

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TALLAHASSEE, FLORIDA

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.

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

Wes Morgan (Member)
(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.

[Signature]
(Signature of Registered Agent)

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