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May 23, 2002

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

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-05/29/02--01037--001  
\*\*\*\*\*25.00 \*\*\*\*\*25.00

Re: Sundew Mitigation Bank, L.L.C.

Dear Sir or Madam:

In connection with the above referenced limited liability company, enclosed please find the original Statement of Change of Registered Office or Registered Agent or both for Limited Liability Company to be filed with the Secretary of State. I also enclose our firm check in the amount of \$25.00 for the cost of the filing fee.

I enclose a copy of the Statement of Change and would appreciate your stamping and returning the same to me.

Should you have any questions or comments, please do not hesitate to call.

Very truly yours,

Evie Adams

Evie Adams, as Assistant to  
Clifford B. Newton

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Enclosures

**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: SUNDEW MITIGATION BANK, L.L.C.
2. The mailing address of the limited liability company is : 550 Greensboro Avenue, Suite 507.  
Tuscaloosa, AL 35401

<u>06/19/2000</u>	<u>L00000007677</u>
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:

Ford, Jeter, Bowlus, Duss & Morgan, P.A.

Name

10110 San Jose Boulevard

## Address

Jacksonville, Florida 32257

City, State and Zip

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

Clifford B. Newton, Esquire.

Clifford B. Newton, P.A.

Name

10192 San Jose Boulevard

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

Jacksonville, FL 32257

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.

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

Ernest E. Hale, III

(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 of Registered Agent)

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