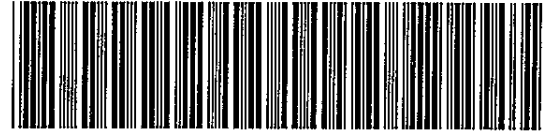


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CLERK OF STATE
TALLAHASSEE, FLORIDA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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

03 OCT 10 AM 10:27
CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 608.416, Florida Statutes, the undersigned registered agent of the limited liability company named below which is organized under the laws of the State of Florida submits the following statement in order to change the registered office of the limited liability company and the business address of the registered agent in the State of Florida.

1. The name of the limited liability company is **Liverpool Investments, L.L.C.**
2. The street address of the current registered office of the limited liability company is: 9350 S. Dixie Highway, Suite 1550, Miami, Florida 33156.
3. The registered office of the limited liability company is changed, and the new registered office is: 7385 Galloway Road, Suite 200, Miami, Florida 33173.
4. The current registered agent of the limited liability company is Charles E. Muller II; the registered agent is unchanged; and the business address of the registered agent is changed to: 7385 Galloway Road, Suite 200, Miami, Florida 33173.
5. The street address of the registered office of the limited liability company and the street address of the business office of its registered agent, as changed, will be identical.
6. The limited liability company has been notified in writing of these changes to the registered office of the limited liability company and the business address of the registered agent.

Date: October 9, 2003



CHARLES E. MULLER II