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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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CHARLES BACLET  
AND  
ASSOCIATES, INC.

*(NR 11/8)*  
**FILED**  
NATIONAL REGISTERED  
AGENTS, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VIA U.S. MAIL

November 2, 2005

Division of Corporations  
Florida Department of State  
P. O. Box 6327  
Tallahassee FL 32314

**RE: WORTH AVENUE FINE ARTS, L.L.C.**

Dear Sir/Madam:

Enclosed for filing, please find the appropriate document required by your state for changing the registered agent to National Registered Agents, Inc. Also, please find a check in the amount of \$25.00 to cover your filing fees.

Please process as soon as possible and return a filed stamped copy in the enclosed self-addressed stamped envelope.

If you have any questions or if I can help you in any way possible, please call.

Very truly yours,

**CHARLES BACLET AND ASSOCIATES, INC.**

Terry Tarwater

Enclosures

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

FILED

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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is: WORTH AVENUE FINE ARTS, L.L.C.
2. The mailing address of the limited liability company is : \_\_\_\_\_  
460 Worth Avenue, Palm Beach, FL 33480

February 6, 2001

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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:

Corporation Service Company

Name

1201 Hays Street

Address

Tallahassee, FL 32301-2525

City, State and Zip

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

NRAI Services, Inc.

Name

2731 Executive Park Drive, Suite 4

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

Weston

FL 33331

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)

James D. Pearson, authorized representative of member

(Printed or typed name of signer)

*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)

Paul J. Hagan, Assistant Secretary

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