

PATRICIA GESSEL
ATTORNEY AT LAW

L0100000 2755

March 20, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

850-487-6051

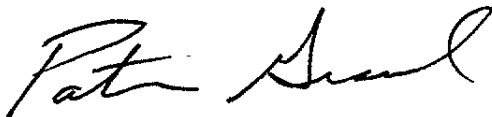
000003892320--7
-03/22/01--01040--003
*****25.00 *****25.00

Please file the attached Statement of change of Registered Agent for Conch Republic, LLC. Enclosed is a check in the amount of \$25.00. Please return the letter of acknowledgment to:

Patricia Gessel
Attorney at Law
99530 Overseas Highway, #2
Key Largo, FL 33037

(305) 453-5277

Thank you,



Patricia Gessel
Attorney at Law

FILED
01 MAR 22 AM 8:14
SHOULD HAVE BEEN
TALLAHASSEE, FLORIDA

SL

**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.

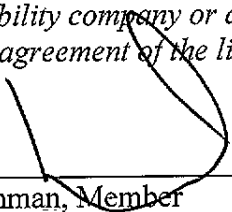
1. The name of the limited liability company is: Conch Republic, LLC
2. The mailing address of the limited liability company is: 120 Porto Salvo Drive, Islamorada, Florida 33036
3. Date of filing/registration in Florida: February 20, 2001
4. Document number: L01000002755
5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Deborrah R. Fishman
120 Porto Salvo Drive
Islamorada, Florida 33036

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

David Fishman
120 Porto Salvo Drive,
Islamorada, Florida 33036

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.



David Fishman, Member

FILED
01 MAR 22 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.



David Fishman

FILED

01 MAR 22 AM 8:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA