

Hodgson Russ LLP 11/29/2005 12:47 PAGE 002/003 Fax Server
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Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
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REGISTERED AGENT CHANGE

GRAYRICH, L.L.C.

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Marla R. Mayster
1801 North Military Trail
Suite 200
Boca Raton, Florida 33431
Telephone: 561.394.0500
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A Registered Limited Liability Partnership Including Professional Associations

Please deliver the following pages to:

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Today's Date: Tuesday, November 29, 2005 12:41:32 PM

Comments:

Please file the attached Statement of Change of Registered Office for Grayrich, L.L.C. Thank you.

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This is a **CONFIDENTIAL** transmission. The sender, Hodgson Russ LLP, is a law firm representing its client. The transmission is intended for the designated addressee only. If you are not the intended recipient, please contact us immediately and **REFRAIN FROM DISCLOSING OR USING THE ENCLOSED INFORMATION IN ANY WAY**. Failure to comply with this direction may result in a claim that you have violated the law and/or are liable for money damages.

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Sunland Homes Corp.

P.04

H05000273946 3

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: GRAYRICH, L.L.C.
2. The mailing address of the limited liability company is: 3426 Lakeview Drive,
Delray Beach, Florida 33445

05/29/2001LD1000008773

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:

Brian K. Duffey

Name

7601 N. Federal Highway, Suite 2001

Address

Boca Raton, FL 33487-1607

City, State and Zip

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

Brian K. Duffey

Name

1801 N. Military Trail, Suite 200

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

Boca Raton, FL 33431-1810

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.

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

David Gray, Managing 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.

Brian K. Duffey
(Signature of Registered Agent)

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

FILING FEE: \$25.00

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TOTAL P.04