

05-05-2003 91810 040 *****50.00
03 MAY 28 PM 1:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # L01000015507																																																																																																									
1. Entity Name FINLAY INTERESTS GP 38, LLC																																																																																																									
Principal Place of Business 4300 MARSH LANDING BLVD., STE. 101 JACKSONVILLE BEACH, FL 32250	Mailing Address P.O. BOX 4361 ORLANDO, FL 32802-4361																																																																																																								
2. Principal Place of Business 3. Mailing Address 4300 Marsh Landing Boulevard Suite 101 Jacksonville Beach, FL 32250																																																																																																									
City & State Zip Country	4. FEI Number 54-2094605 Applied For ☐ Not Applicable																																																																																																								
5. Certificate of Status Desired ☐ \$5.00 Additional Fee Required																																																																																																									
6. Name and Address of Current Registered Agent B&C CORPORATE SERVICES OF CENTRAL FL INC 390 NORTH ORANGE AVE., STE. 1100 ORLANDO, FL 32801																																																																																																									
7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code																																																																																																									
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.																																																																																																									
SIGNATURE _____ DATE _____ Signature, typed or printed name of registered agent and title (if applicable). (NONE: Registered Agents (persons authorized to enter filing)																																																																																																									
FILE NOW!!! FEE IS \$60.00 Make Check Payable to Florida Department of State Due By May 1, 2003																																																																																																									
9. MANAGING MEMBERS / MANAGERS																																																																																																									
10. ADDITIONS / CHANGES																																																																																																									
<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 50%; vertical-align: top;"><table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td>FINLAY GP HOLDINGS, LTD</td><td></td></tr><tr><td>STREET ADDRESS</td><td>4300 MARSH LANDING BLVD., SUITE 101</td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td>JACKSONVILLE BEACH, FL 32250</td><td></td></tr></table></td><td style="width: 50%; vertical-align: top;"><table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table></td></tr><tr><td style="vertical-align: top;"><table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table></td><td style="vertical-align: top;"><table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table></td></tr><tr><td style="vertical-align: top;"><table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table></td><td style="vertical-align: top;"><table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table></td></tr><tr><td style="vertical-align: top;"><table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table></td><td style="vertical-align: top;"><table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table></td></tr></table>		<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td>FINLAY GP HOLDINGS, LTD</td><td></td></tr><tr><td>STREET ADDRESS</td><td>4300 MARSH LANDING BLVD., SUITE 101</td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td>JACKSONVILLE BEACH, FL 32250</td><td></td></tr></table>	TITLE	NAME	☐ Delete	NAME	FINLAY GP HOLDINGS, LTD		STREET ADDRESS	4300 MARSH LANDING BLVD., SUITE 101		CITY-STATE-ZIP	JACKSONVILLE BEACH, FL 32250		<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Change ☐ Addition	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Delete	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Change ☐ Addition	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Delete	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Change ☐ Addition	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Delete	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Change ☐ Addition	NAME			STREET ADDRESS			CITY-STATE-ZIP		
<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td>FINLAY GP HOLDINGS, LTD</td><td></td></tr><tr><td>STREET ADDRESS</td><td>4300 MARSH LANDING BLVD., SUITE 101</td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td>JACKSONVILLE BEACH, FL 32250</td><td></td></tr></table>	TITLE	NAME	☐ Delete	NAME	FINLAY GP HOLDINGS, LTD		STREET ADDRESS	4300 MARSH LANDING BLVD., SUITE 101		CITY-STATE-ZIP	JACKSONVILLE BEACH, FL 32250		<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Change ☐ Addition	NAME			STREET ADDRESS			CITY-STATE-ZIP																																																																																		
TITLE	NAME	☐ Delete																																																																																																							
NAME	FINLAY GP HOLDINGS, LTD																																																																																																								
STREET ADDRESS	4300 MARSH LANDING BLVD., SUITE 101																																																																																																								
CITY-STATE-ZIP	JACKSONVILLE BEACH, FL 32250																																																																																																								
TITLE	NAME	☐ Change ☐ Addition																																																																																																							
NAME																																																																																																									
STREET ADDRESS																																																																																																									
CITY-STATE-ZIP																																																																																																									
<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Delete	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Change ☐ Addition	NAME			STREET ADDRESS			CITY-STATE-ZIP																																																																																		
TITLE	NAME	☐ Delete																																																																																																							
NAME																																																																																																									
STREET ADDRESS																																																																																																									
CITY-STATE-ZIP																																																																																																									
TITLE	NAME	☐ Change ☐ Addition																																																																																																							
NAME																																																																																																									
STREET ADDRESS																																																																																																									
CITY-STATE-ZIP																																																																																																									
<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Delete	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Change ☐ Addition	NAME			STREET ADDRESS			CITY-STATE-ZIP																																																																																		
TITLE	NAME	☐ Delete																																																																																																							
NAME																																																																																																									
STREET ADDRESS																																																																																																									
CITY-STATE-ZIP																																																																																																									
TITLE	NAME	☐ Change ☐ Addition																																																																																																							
NAME																																																																																																									
STREET ADDRESS																																																																																																									
CITY-STATE-ZIP																																																																																																									
<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Delete</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Delete	NAME			STREET ADDRESS			CITY-STATE-ZIP			<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="width: 20%;">TITLE</td><td style="width: 80%;">NAME</td><td style="width: 10%; text-align: center;">☐ Change ☐ Addition</td></tr><tr><td>NAME</td><td></td><td></td></tr><tr><td>STREET ADDRESS</td><td></td><td></td></tr><tr><td>CITY-STATE-ZIP</td><td></td><td></td></tr></table>	TITLE	NAME	☐ Change ☐ Addition	NAME			STREET ADDRESS			CITY-STATE-ZIP																																																																																		
TITLE	NAME	☐ Delete																																																																																																							
NAME																																																																																																									
STREET ADDRESS																																																																																																									
CITY-STATE-ZIP																																																																																																									
TITLE	NAME	☐ Change ☐ Addition																																																																																																							
NAME																																																																																																									
STREET ADDRESS																																																																																																									
CITY-STATE-ZIP																																																																																																									
11. I, BY: Finlay GP Holdings, Ltd. By: Finlay Holdings, Inc., General Partner By: Christopher C. Finlay, President																																																																																																									
SIGNATURE _____ DATE 4/28/03 (904) 280-1000 SIGNATURE AND TYPED OR PRINTED NAME OF PERSON MANAGING MEMBER / MANAGER, OR AUTHORIZED REPRESENTATIVE																																																																																																									