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PO Box 2789
Key west Fl.
33045

(Address)

(City/State/Zip/Phone #)

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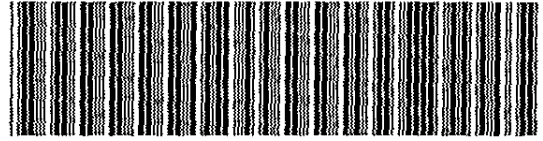
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JAN 8 2003

**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: Southernmost Properties, LLC
2. The mailing address of the limited liability company is: 3820 Eagle Ave
Key West, FL 33040

- 3-1-02 3. Date of filing/registration in Florida L02000065039 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:

CORPORATE CREATIONS NETWORK, INC
Name
941 Fourth St #200
Address
MIAMI BEACH, FL 33139
City, State and Zip

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

PAUL J. CATES
Name
3820 Eagle Ave
Florida street address (P.O. Box NOT acceptable)
Key West FL 33040
City, State and Zip

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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.

Paul J. Cates
(Signature of a member or authorized representative of a member)

Paul J. Cates
(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.

Paul J. Cates
(Signature of Registered Agent)

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