L02000015124

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TEW CARDENAS REBAK KELLOGG LEHMAN DEMARIA TAGUE RAYMOND & LEVINE, L.L.P. ATTORNEYS

LAW

Via Hand Delivery

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

> RE: STATEMENT OF CHANGE / REGISTERED AGENT

Dear Sir / Madam:

Please find enclosed fifteen (15) fully-executed Statement of Change forms, to change the registered office/agent for various of our client limited liability companies in the state of Florida. We also enclose a check in the amount of \$375.00 to cover the costs associated with this request.

June 16, 2003

If we can provide you with any further information with regard to this matter, please do not hesitate to contact us.

Sincerely,

A. Kenneth Levine

Encls.

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

Pursuant to the provisional liability company submits agent, or both, in the State	s of sections 608.416 or 608.508, Florida Statutes, the undersigned limited the following statement in order to change its registered office or registered of Florida.	
1. The name of the limited	liability company is: SA-PG Managers-Winterhaven LLC	
	the limited liability company is : <u>c/o Schwartzberg Associates, LLC</u>	
50 Main Street, White P	lains, NY 10606	
06/18/2002	L02000015124	
3. Date of filing/registration	n in Florida 4. Document number	
5. The name of the registere Florida Department of Se	ed agent and the registered office address as shown on the records of the tate: NRAI Services, Inc.	
-	Name Name	
_	526 E. Park Avenue	
	Address Tallahassee, FL 32301	
-	City, State and Zip	
6. The name and address of the new registered agent and/or office:		
	A. Kenneth Levine	
_	Name 101 N. Monroe Street, Suite 725	
_	Florida street address (P.O. Box NOT acceptable)	
-	Tallahassee, FL 32301	
_	City, State and Zip	
confirmed that after the cha and the business office of the liability company, it is here the members of the limited the operating agreement of	any is not organized under the laws of the State of Florida, it is hereby ange or changes are made, the Florida street address of the registered office he registered agent will be identical. Or, in the case of a Florida limited by confirmed that the change(s) was/were authorized by an affirmative vote of liability company or as otherwise provided in the articles of organization or the limited liability company.	
(Signature of a member or authorize	d representative of a member)	
Maxwell Stolzberg		
(Printed or typed name of signee) 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)	cal Clay	

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

INHS18(10/99)

FILING FEE: \$25.00