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Division of Corporations

Hodgson Russ LLP

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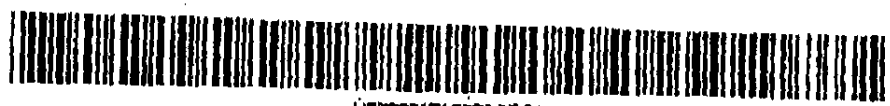
L02000021665

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July 30, 2009

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Division of Corporations

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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. Name of the limited liability company: P&D Properties, LLC

2. (a) Principal office address of limited liability company:

☒ (b)

(Note: MUST BE STREET ADDRESS)

1600 N. Military Trail, Suite 160
Boca Raton, FL 33431

☒ (b)

Mailing address of limited liability company:

(Note: MAY BE POST OFFICE BOX)

1600 N. Military Trail, Suite 160
Boca Raton, FL 33431

08/23/2002

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3. Date of filing/registration in Florida

4. Document number

5. (a) Registered Agent and Registered Office shown on the records of the Florida Dept. of State:

Registered Agent:

HRAWG Corp.

Registered Office Address:

1600 N. Military Trail
Suite 200
Boca Raton, FL 33431

(b) Enter name of NEW Registered Agent and/or NEW Registered Office address:

NEW Registered Agent:

HARKINS NORTHWOOD ROMAN WARELL, P.J.

NEW Registered Office Address:

(MUST BE FLORIDA STREET ADDRESS)

1600 N. Military Trail
Suite 160
Boca Raton, FL 33431

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.

Signature of a member or authorized representative of a member

Philip J. Vasyli, Manager

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.

Signature of Registered Agent: James H. Harkins, Manager

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
FILING FEE: \$25.00

D07316 (05/08)

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