

L020000032731

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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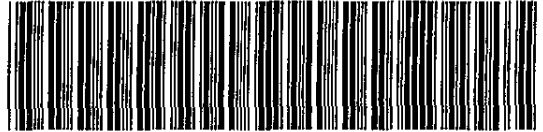
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TALLAHASSEE, FLORIDA

J. BRYAN MAY 14 2003

VANDERPOOL, FROSTICK & NISHANIAN, P.C.

ATTORNEYS AT LAW
SUITE 400
9200 CHURCH STREET
MANASSAS, VIRGINIA 20110

703-369-4738
FAX 703-369-3653
E-MAIL INFO@VENLAW.COM

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TALLAHASSEE, FLORIDA

May 8, 2003

Division of Corporations
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

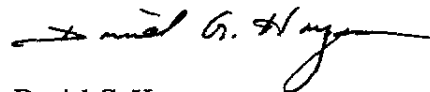
Re: Riviera HFAH LLC, a Florida limited liability company
Document No. L02000032731

Dear Madam or Sir:

I am writing to file with your office (i) a completed Statement of Change of Registered Office and Registered Agent, and (ii) the 2003 Uniform Business Report for the above company. I also enclose the filing fees of Twenty Five Dollars (\$25) for the Statement of Change and Fifty Dollars (\$50) for the UBR.

Please call me directly with any questions or comments you may have about these submissions.

Very truly yours,



Daniel G. Hayes
Attorney at Law

Enclosures.

3712-9\Riv\dcorpFL.5hf

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: Riviera HFAH LLC

2. The mailing address of the limited liability company is : 100 S.E. Second Street, Suite 2900, Miami, Florida 33131

3. Date of filing/registration in Florida: December 6, 2002
4. Document number: L02000032731

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Registered Agents of Florida, LLC
100 S.E. Second Street, Suite 2900
Miami, FL 33131
City, State and Zip

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

Robert M. Kohn
6010 Sherwood Glen Way
West Palm Beach FL 33415
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.

[Signature]
(Signature of a member or authorized representative of a member)

Robert M. Kohn, COO, Homes for America Holdings, Inc.
(Printed or typed name of signee) Sole Member of Riviera HFAH LLC

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]
(Signature of Registered Agent)

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