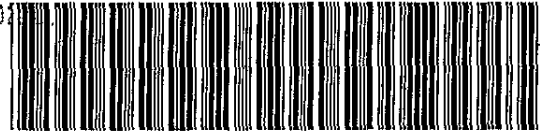


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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09/29/04--01012--011 **25.00

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DONNA E. MCBRIDE
MICHAEL G. CAMPBELL
SOO LEE-CHO
W. CHRISTOPHER ANDREWS
*Of Counsel

September 27, 2004

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

Re: Change of Registered Agent for 5277 Tivoli, LLC

Dear Sir/Madam:

Enclosed please find the Statement of Change of Registered Office or Registered Agent or Both for the above-reference LLC as well as a \$25 check for the filing fee. Please return confirmation to the undersigned that the change has been made.

Very truly yours,

MILLER, MILLER & CANBY



W. Christopher Andrews

Enclosures

**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: 5277 TIVOLI, LLC
2. The mailing address of the limited liability company is : 4845 RUGBY AVENUE
BETHESDA, MD 20814

AUGUST 7, 2003

L03000029284

3. Date of filing/registration in Florida
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:

CORPORATION SERVICE COMPANY

Name

1201 HAYES STREET

Address

TALLAHASSEE, FL 32301-2607

City, State and Zip

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

DAVID B. MILLER

Name

488 CAPTAINS CIRCLE

Florida street address (P.O. Box NOT acceptable)

DESTIN, FL 32550

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.

David B. Miller

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

DAVID B. MILLER

(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.

David B. Miller

(Signature of Registered Agent)

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