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CORP. NAME:	ZP&W GRO	OUP HOLDINGS, LLC	· · · · · · · · · · · · · · · · · · ·
( ) ARTICLES OF INCO	DRPORATION	( ) ARTICLES OF AMENDMENT	( ) ARTICLES OF DISSOLUTION
( ) ANNUAL REPORT		( ) TRADEMARK/SERVICE MARK	( ) FICTITIOUS NAME
( ) FOREIGN QUALIFI	CATION	( ) LIMITED PARTNERSHIP	( ) LIMITED LIABILITY
( ) REINSTATEMENT		( ) MERGER	( ) WITHDRAWAL
( ) CERTIFICATE OF C	CANCELLATION		
(X) OTHER: CH	IANGE OF AGEN	т	
STATE FEES PI	REPAID WI	TH CHECK# <u>513272</u> FOR \$ <u>25</u>	<u>5.00</u>
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Examiner's Initials

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT 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.

- The mailing address of the limited liability company is 999 Ponce de Leon Boulevard, Penthouse 1110, Coral Gables, Ft 33134.
- 3. The limited liability company was formed on February 25, 2004 and assigned document number
- The name of the registered agent and the registered office address as shown on the records of the Florida Department of State is CorpDirect Agents, Inc., 103 Meridian Street, Tallahassee, Fl 32301.
- 5. The name and address of the new registered agent is David Winker, Esq., 999 Ponce de Leon Boulevard, Penthouse 1110. Coral Gables, Fl 33134.

It is hereby confirmed that the forgoing change was duly authorized by the members of the limited liability company.

By: David J. Winker

Its: Chief Operating Officer

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.

David J. Winker