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Certified Copies Certificates of Status					
Special Instructions to	Filing Officer:				
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Office Use Only



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COVER LETTER

Division of Corp	porations				
SUBJECT:	Waterstone Real Estate, L.L.C.				
Name of Limited Liability Company					
Dear Sir or Madam:					
The enclosed Registere	d Agent/Registered C	office Ch	ange and f	ee(s) are submitted for filing.	
Please return all corresp	oondence concerning	this mat	ter to the fo	ollowing:	
	haron Ingram ame of Person				
	erstone Resorts irm/Company				
15900 Fro	nt Beach Rd, Ste 1 Address	02			
	City Beach, FL 3254 State and Zip Code	41			
sherr@w E-mail address: (to be us	aterstoneresorts.co	m otification)			
For further information	concerning this matt	er, pleas	e call:		
Sharon	_ 	_ at (850)	636-5640	
STREET/COUR Registration Sect Division of Corp Clifton Building 2661 Executive C Tallahassee, Flor	TIER ADDRESS: ion orations Center Circle		MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314		
Enclosed is a c	heck for the followir	ig amou	nt:		
\$25 Filing Fe	ee	ſ	\$55 Fili	ng Fee & Certified Copy	

TO: Registration Section

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.

Name of the limited liability company:	atestone Real Eastate.	L.L.C.		
2. (a) Principal office address of limited liability compar		each Rd, Ste 102		
(Note: MUST BE STREET ADDRESS)	Panama City Beach, FL	32413		
(b) Mailing address of limited liability company:	159000 Front Be	ach Rd, Ste 102		
(Note: MAY BE POST OFFICE BOX)	Panama City Beach, FL 32413			
5/10/2005	L05000046	553		
3. Date of filing/registration in Florida	4. Document number			
5. (a) Registered Agent and Registered Office shown or		eptof State:		
Registered Agent:	Gary B. Leuchtman	- 59 - 3 - 1 1		
Registered Office Address:	501 Commendencia St Pensacola, FL 32502	HE ASSE		
(b) Enter name of <u>NEW Registered Agent</u> and/or <u>NEW Registered Agent</u> : <u>NEW Registered Office Address:</u>	EW Registered Office address Larry Perry 2612 W. 15th St	STATE 6		
(MUST BE FLORIDA STREET ADDRESS)	Panama City	,FL32401		
If the limited liability company is not organized under the confirmed that after the change or changes are made, the land the business office of the registered agent will be ider liability company, it is hereby confirmed that the change of the members of the limited liability company or as other or the operating agreement of the limited liability company. Signature of a member or authorized representative of a member	Florida street address of the ratical. Or, in the case of a Florial was/were authorized by an	registered office orida limited Laffirmative vote		
Benjami C. Ednah Printed or sped name of signee				
I hereby accept the appointment as registered agent and comply with the provisions of all statutes relative to the penal I am familiar with and accept the obligations of my penal I am familiar with and accept the obligations of my penal Chapter 608, F.S. Or, if this document is being filed to me address, I hereby confirm that the limited liability companies of the companies of	agree to act in this capacity. roper and complete perform osition as registered agent a erely reflect a change in the ny has been notified in writin	I further agree to ince of my duties, s provided for in registered office g of this change		

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