

L05000053636

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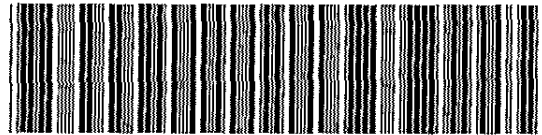
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 453553 4311473

AUTHORIZATION : *Patricia Pizute*

COST LIMIT : \$ 25.00

ORDER DATE : June 28, 2005

ORDER TIME : 10:58 AM

ORDER NO. : 453553-005

CUSTOMER NO: 4311473

CUSTOMER: Ms. Jackie Gerstenfeld
Stearns Weaver Miller
Suite 2200, Museum Tower
150 West Flagler Street
Miami, FL 33130

CHANGE OF AGENT

NAME: CEDAR KEY HOTEL HOLDINGS, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Joyce Markley -- EXT# 2930

EXAMINER: _____

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**STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT
OF
CEDAR KEY HOTEL HOLDINGS, LLC**

Pursuant to the provisions of sections 608.416, 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.

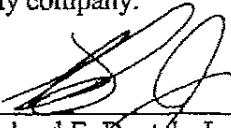
1. The name of the limited liability company is: Cedar Key Hotel Holdings, LLC
2. The mailing address of the limited liability company is: 6547 Midnight Pass Road, Suite 3, Sarasota, Florida 34242.
3. Date of filing in Florida: May 31, 2005
4. Document number: L05000053636
5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Brian J. McDonough
150 West Flagler Street
2200 Museum Tower
Miami, Florida 33130

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

It is hereby confirmed that the changes 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.



Richard E. Deutch, Jr.,
Authorized Representative of the Members

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Registered Agent's Acceptance

The undersigned hereby accept the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the property and complete performance of my duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

Corporation Service Company

By: 

Brian Courtney
Asst. V. Pres.