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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

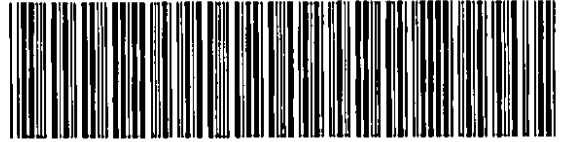
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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S. PRATHER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 45TH PARALLEL, LLC

Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Registered Agent/Registered Office Change and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian D. Hudson, Esq.

Name of Person

Holding Company of The Villages, Inc.

Firm/Company

3619 Kiessel Road

Address

The Villages, Florida 32163

City/State and Zip Code

doris.pardo@thevillages.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Christi Jacquay

Name of Person

at (352) 753-6612

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

\$25 Filing Fee

\$55 Filing Fee & Certified Copy

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 605.0114 or 605.0116, 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. Name of the limited liability company: 45TH PARALLEL, LLC

2. (a) 3619 Kiessel Road Principal office address of limited liability company: (Note: **MUST BE STREET ADDRESS**)
(b) 3619 Kiessel Road Mailing address of limited liability company: (Note: **MAY BE POST OFFICE BOX**)

The Villages, Florida 32163

The Villages, Florida 32163

07/22/2013

L13000103418

3. Date of filing/registration in Florida

4. Document number

5. (a) Brian D. Hudson, Esq.
Registered Agent and Registered Office shown on the records of the Florida Dept. of State:

1020 Lake Sumter Landing

Registered Office Address (MUST BE FLORIDA STREET ADDRESS)

The Villages, FL 32162

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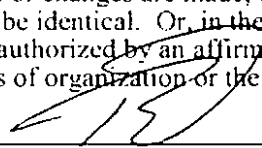
(b) Enter name of **NEW Registered Agent** and/or **NEW Registered Office address**:

3617 Kiessel Road

NEW Registered Office Address:

The Villages, FL 32163

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.

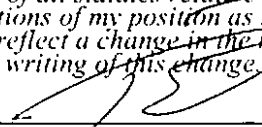


Brian D. Hudson

Signature of a member or authorized representative of a member

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 605, 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 of Registered Agent Brian D. Hudson, Esq.