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FLORIDA DIVISION OF CORPORATIONS
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PHONE: (813)229-2111

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ACCT#: 076424002364
FAX #: (813)229-1447

NAME: THE SHOPS OF BOCA, INC.
AUDIT NUMBER.....H98000008314
DOC TYPE.....REGISTERED AGENT CHANGE
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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS H98000008314

Pursuant to the provisions of Section 607.0502, Florida Statutes, the undersigned corporation incorporated under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: The Shops of Boca, Inc.

1b. The mailing address of the corporation is: 11811 North Freeway, Suite 300, Houston, TX 77060

1c. Date of incorporation 09/08/89 Document number L15642

2. The name and address of the current registered agent and office:

**James R. Mikes
Rudnick & Wolfe
101 East Kennedy Boulevard, Suite 2000
Tampa, Florida 33602**

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3. The name and address of the new registered agent and office:

**David A. Beyer
c/o Rudnick & Wolfe
101 East Kennedy Boulevard, Suite 2000
Tampa, Florida 33602**

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

DATE: 4-27, 1998.

THE SHOPS OF BOCA, INC.

By: Michael Tombari
Michael Tombari, Vice President

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligation of my position as registered agent.

Dated: _____, 1998.

David A. Beyer
DAVID A. BEYER
Registered Agent

Prepared by: David A. Beyer
Florida Bar No. 0349844
Rudnick & Wolfe
101 E. Kennedy Blvd., Suite 2000
Tampa, Florida 33602
(813) 229-2111

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