

**PATHMAN
LEWIS, LLP**

ATTORNEYS AT LAW

WAYNE M. PATHMAN, P.A.
HAROLD L. LEWIS, P.A.
ROGER SLADE*
ALEX KURKIN
JAMES B. MILLER
DAVID E. SACKS
ELSA M. FIGUERAS
GEORGE J. BATARSEH
*also admitted to practice in
New York, New Jersey & Connecticut

MJH

ONE BISCAYNE TOWER - SUITE 2400
2 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131

TELEPHONE (305) 379-2425
TELECOPIER (305) 379-2420

ANTOINETTE SALMON
asalmon@pathmanlewis.com

October 26, 2000

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

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*****25.00 *****25.00

Re: Change of Registered Agent for
Cardel at Sawgrass, L.C.
Cardel Hospitality Group, L.C.
Cardel Hotel Development, L.C.

Dear Sirs or Madams:

Enclosed please find Statement of Change of Registered Agent forms for the above-referenced companies and filing fee amount of \$25.00 for each of the companies.

Please contact me should you have any questions. Thank you for your assistance in this matter.

Sincerely,

PATHMAN LEWIS, LLP

Toni Salmon

Toni Salmon
Paralegal

ts:

Encl

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**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.

1. The name of the limited liability company is: Cardell Hotel Developement, L.C.
2. The mailing address of the limited liability company is: 3255 NW 87th Avenue, Miami, FL 33172

February 24, 1997

L97000000223

3. Date of filing/registration in Florida

4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

Dade Corporate Services, Inc.

Name

2300 Coral Way, Suite 103

Address

Miami, Florida 33172

City, State and Zip

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

Roger Slade

Name

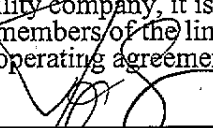
2 South Biscayne Boulevard, Suite 2400

Florida street address (P.O. Box NOT acceptable)

Miami FL 33131

City, State and Zip

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.


(Signature of a member or authorized representative of a member)

ROGER SLADE
(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 608, 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)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

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