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December 21, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Carhill Enterprises, L.C.

Dear Mr. Carbone:

L97-498

Enclosed please find a Statement of Change of Registered Office or Registered Agent or Both for Corporations changing the registered agent of the above-referenced entity from Joseph D. Zaks to Naples-Lawdock, Inc. Also enclosed is our check in the amount of \$35.00 in payment of the filing fee.

Should you have any questions in regard to the above, please feel free to contact me.

Sincerely,

QUARLES & BRADY, LLP

Kimberly Leach Johnson

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 28 PM 12:00

KLJ:amd
Enclosure as stated



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 4, 2002

KIMBERLY LEACH JOHNSON
QUARLES & BRADY LLP
4501 TAMiami TRAIL NORTH, SUITE 300
NAPLES, FL 34103-3060

SUBJECT: CARHILL ENTERPRISES, L.C.
Ref. Number: L97000000498

We have received your document for CARHILL ENTERPRISES, L.C. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The form you submitted is for a corporation, but the entity is a limited liability company. Enclosed is the proper form for your entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 002A00000478

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 28 PM 12:00

**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: Carhill Enterprises, L.C.
2. The mailing address of the limited liability company is: 2340 Mont Claire Drive, #202
Naples, Florida 34109
3. Date of filing/registration in Florida May 8, 1997 4. Document number L97000000498

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

Joseph D. Zaks

Name

4501 Tamiami Trail N., Suite 300

Address

Naples, Florida 34103

City, State and Zip

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

Naples-Lawdock, Inc.

Name

4501 Tamiami Trail N., Suite 300

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

Naples, Florida 34103

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

JERRY L. CARBONE
(Printed or typed name of signer)

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]
(Signature of Registered Agent)

for Naples-Lawdock, Inc.
Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 28 PM 12:00