

M00000002206

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

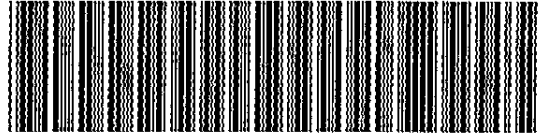
(Business Entity Name)

(Document Number)

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 999947 4370691
AUTHORIZATION : *Patricia Pyjunt*
COST LIMIT : \$ 25.00

ORDER DATE : April 3, 2003
ORDER TIME : 2:34 PM
ORDER NO. : 999947-010
CUSTOMER NO: 4370691
CUSTOMER: Ms. Sally Boren
General Parts, Inc
2635 Millbrook Road
Raleigh, NC 27604

CHANGE OF AGENT

NAME: GPI PROPERTIES III, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Troy Todd

FILED
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ALABAMA
MONTGOMERY

**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: GPI PROPERTIES III, LLC

2. The mailing address of the limited liability company is : _____
2635 Millbrook Road, Raleigh, NC 27604

3. Date of filing/registration in Florida October 24, 2000 4. Document number M00000002206

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

Jon C. Yergler
Name
215 North Eola Drive
Address
Orlando, FL 32801
City, State and Zip

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

Corporation Service Company
Name
1201 Hays Street
Florida street address (P.O. Box NOT acceptable)
Tallahassee FL 32301
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.

J. G. Loftin, Jr.
(Signature of a member or authorized representative of a member)

J.G. Loftin, Jr *Trustee of Bannack Ltd,
General Partner of Valley Master
Partnership, Managing Member of LLC*
(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.

Cynthia L. Harris
(Signature of Registered Agent) **Cynthia L. Harris**
as its agent

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