

M03000002071

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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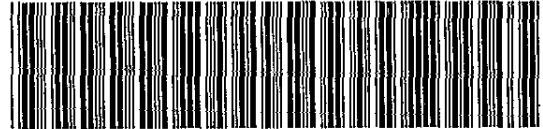
(Business Entity Name)

(Document Number)

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September 19, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32399

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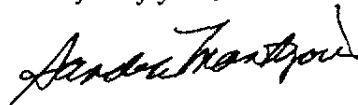
Re: Fountains Owner, LLC
Document No.: M03000002071

Dear Sir or Madam:

Enclosed for filing, please find a Statement of Change of Registered Office or Registered Agent Or Both regarding the above-referenced entity. We have enclosed our check in the amount of \$35.00 for the filing fee.

Thank you for your attention to this matter. Should you have any questions regarding the above, please feel free to contact me.

Very truly yours



Sandra A. Mantzaris
Paralegal, Corporate Maintenance

c: Karen Stedronsky, Esq. (w/o encs.)

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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: Fountains Owner, LLC
2. The mailing address of the limited liability company is : c/o B&R Fountains Manager, Inc.
11140 Rockville Pike, Suite 620, Rockville, Maryland 20852

June 25, 2003

M03000002071

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:

CT Corporation System

Name

1200 South Pine Island Road

Address

Plantation, Florida 33324

City, State and Zip

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

A.G.C. Co.

Name

200 South Orange Avenue, Suite 2300

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

Orlando

FL

32801

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.

Fountains Owner, LLC
By: B&R Fountains Manager, Inc., its Manager

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

By: Sidney M. Bresler CEO

(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)

Richard T. Fulton

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

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