M04000002048

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BVF/APTCO Windover of Fort Pierce, L.L.C.
(Name of Limited Liability Company)

Dear Sir or Madam:

The enclosed Registered Agent/Registered Office Change and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jessica Rhodes
(Name of Person)

The Berkshire Group, Attn: Legal Department
(Firm/Company)

One Beacon Street, Suite 1500
(Address)

Boston, MA 02108
(City/State and Zip Code)

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For further information concerning this matter, please call:

Jessica Rhodes at (617) 556-8142
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☐ $25 Filing Fee

☑ $55 Filing Fee & Certified Copy

THE BERKSHIRE GROUP

Legal Department

FEDERAL EXPRESS

February 22, 2006

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: BVF/APCTO Wedgewood Park, L.L.C., BVF/APCTO Windover of Goldenpoint, L.L.C., BVF/APCTO Windover of Fort Pierce, L.L.C., BVF/APCTO Windover of Melbourne, L.L.C. and BVF/APTCO Windover West, L.L.C.

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TALLAHASSEE, FLORIDA

Dear Sir/Madam:

With respect to the above-referenced entities, I am enclosing the following documents for filing with your office:

1. Five Statement of Change of Registered Office or Registered Agent or Both for Limited Liability Company; and

2. Five checks in the amount of $55 to cover the filing fee and Certified Copy fee for each said filing.

If you have any questions, kindly contact me directly at (617) 556-8142.

Thank you for your prompt attention to this matter.

Very truly yours,

Jessica Rhodes

Jessica Rhodes
Legal Assistant

JLR/hs
Enclosures

J:\JLR06\Correspondence\SOSFL-Empire Change of Agent.doc

One Beacon Street, Suite 1500
Boston, Massachusetts 02108
Telephone: (617) 523-7722
Fax/Legal Department: (617) 556-1408

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: BVF/APTCO Windover of Fort Pierce, L.L.C.

2. The mailing address of the limited liability company is : c/o The Berkshire Group, Attn: Legal Dept,

One Beacon Street, Suite 1500, Boston, MA 02108

05/26/2004
3. Date of filing/registration in Florida

M04000002048
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:

C T Corporation System
Name

1200 South Pine Island Road
Address

Plantation, FL 33324
City, State and Zip

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TALLAHASSEE, FLORIDA

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.

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

Mary Beth Bloom, Secretary
(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) ROBERT BRANCH Asst. V.P

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
FILING FEE: $25.00

INHS18 (8/05)