

M980000000759

**Brandywine Financial Services Corporation**

P.O. Box 999  
Chadds Ford, PA 19317  
(610) 388-9600

August 1, 2000

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-08/08/00--01103--004  
\*\*\*\*\*25.00 \*\*\*\*\*25.00

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

Re: AIOP Gulfstream Outlot III, L.L.C.  
Document #M98000000759

Via Certified Mail  
Return Receipt Requested  
7099 3400 0016 2091 3411

Gentlemen:

Enclosed please find the completed and executed Florida Statement of Change of Registered Office or Registered Agent, or Both for Limited Liability Company along with our check #7803 in the amount of \$25.00 for the filing fee.

Should you have any questions regarding this filing, please contact me at (610) 388-9600.

Sincerely,

*Michael A. Lynam/dd*

Michael A. Lynam  
Chief Accounting Officer

MAL:dd  
Enclosures

FILED  
00 AUG - 8 AM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mtm  
8/11

**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: AIOP Gulfstream Outlot III, L.L.C.

2. The mailing address of the limited liability company is : P.O. Box 999  
Chadds Ford, PA 19317

07/13/98  
3. Date of filing/registration in Florida

M98000000759  
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:

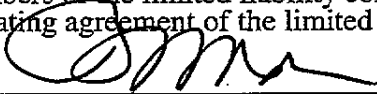
Corporation Service Company  
Name  
1201 Hays Street  
Address  
Tallahassee FL 32301-2525  
City, State and Zip

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

Brandywine Financial Services Corporation  
Name  
2637 McCormick Drive  
Florida street address (P.O. Box NOT acceptable)  
Clearwater FL 33759  
City, State and Zip

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00 AUG -8 AM 2:08  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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)

Bruce E. Moore  
(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