

M98000001460

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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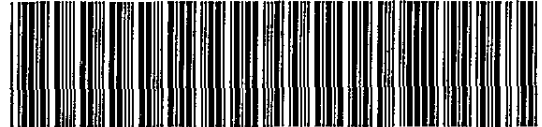
(Business Entity Name)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN NOV - 3 2004

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ERT 163rd STREET MALL, LLC
(Name of corporation)

DOCUMENT NUMBER: M98000001460

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

R. Joseph Dill, Esquire
(Name of contact person)

Eraclides, Johns, Hall, Gelman, Eikner & Johannessen
(Firm/Company)

4811 Atlantic Boulevard
(Address)

Jacksonville, FL 32207
(City/state and zip code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

R. Joseph Dill, Esquire at (904) 306-9955
(Name of contact person) (Area code & daytime telephone number)

Enclosed is a \$25.00 check made payable to the Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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: ERT 163rd STREET MALL, LLC.
2. The mailing address of the limited liability company is: ATTN: Marie Georges, 1120 Avenue of the Americas, New York, NY 10036.

12/10/1998
3. Date of filing/registration in Florida

M98000001460
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:

R. Joseph Dill
Name
1301 Riverplace Boulevard, Suite 1916
Address
Jacksonville, FL 32207
City, State and Zip

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

R. Joseph Dill, Esquire
Name
c/o Eraclides Johns, Hall, Gelman, Eikner & Johannessen, L.L.P.
Firm
4811 Atlantic Blvd., Jacksonville, FL 32207
Address, City, State and Zip

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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)

Steven F. Siegel

(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.

R. Joseph Dill
(Signature of Registered Agent)

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