



MA9000001511

ACCOUNT NO. : 072100000032

REFERENCE : 929743 7135606

AUTHORIZATION

Patricia Pizeto

COST LIMIT : \$ 25.00

ORDER DATE : December 13, 2000

ORDER TIME : 10:20 AM

ORDER NO. : 929743-005

CUSTOMER NO: 7135606

CUSTOMER: Ms. Jennifer Hicks
U.s. Restaurant Properties
Suite 300
12240 Inwood Road
Dallas, TX 75244

200003500092--4

CHANGE OF AGENT

RECEIVED
DEC 13 PM 12:16
DIVISION OF CORPORATION

NAME: USRP (JV1), LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 13 PM 2:07

APPROVED
AND
FILED

12-13-00

**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: USRP (JV1), LLC

2. The mailing address of the limited liability company is : _____

12240 Inwood Road, Suite 200, Dallas, Texas 75244

09/24/1999

M99000001511

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:

C T 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:

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.

Valerie Siverling

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

USRP Managing, Inc.

Valerie Siverling, ~~Assistant~~ Secretary of U.S. Restaurant Properties, Inc.

General Partner of U.S. Restaurant Properties Operating L.P. - Member

(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.

Deborah D. Skipper

(Signature of Registered Agent)

Deborah D. Skipper
as its agent

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

APPROVED
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 DEC 13 PM 2:07