

NO7000003047

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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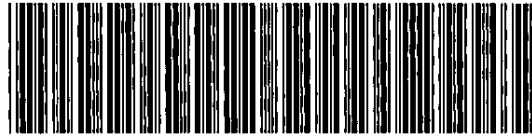
(Business Entity Name)

(Document Number)

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APPROVED
AND
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07 JUN 13 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
07 JUN 13 PM 12:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

R.A. Change

C. Goulette JUN 13 2007

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Babcock Ranch Inc.
(Name of Corporation)

DOCUMENT NUMBER: NO 7000003047

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:

Meredith Snowden
(Name of Contact Person)

Pennington Law Firm
(Firm/Company)

P.O. Box 1095
(Address)

Tallahassee FL 32303
(City/State and Zip Code)

For further information concerning this matter, please call:

Meredith Snowden at (850) 222-3533
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a \$35.00 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH
FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Babcock Ranch, Inc.
2. The principal office address: 215 S. Monroe Street, 2nd floor
Tallahassee, FL 32301
3. The mailing address (if different): P.O. Box 10095, Tallahassee
FL 32302
4. Date of incorporation/qualification: 3/23/2007 Document number: NO 700000 3047
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Deborah Poppell
c/o Dept. of Environmental Protection
3900 Commonwealth Blvd, Mail Station 100
Tallahassee, FL 32399-3000

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

R. Z. Safley
215 S. Monroe St., 2nd floor
(P.O. Box NOT acceptable)
Tallahassee FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, of the corporation has been notified in writing of the change.

R. Z. Safley
(Signature of an officer or director)

R. Z. Safley, chairman, director
(Printed or typed name and title)

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 obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

R. Z. Safley
(Signature of Registered Agent)

7-11-07
(Date)

If signing on behalf of an entity:

R. Z. Safley
(Typed or Printed Name)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314