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THE UNITED STATES CORPORATION COMPANY

DEPARTMENT OF STATE ACCOUNT NO. : 072100000032
DIVISION OF CORPORATIONS TALLAHASSEE REFERENCE * : 792968 4379232

AUTHORIZATION : *Patricia Pruitt*
COST LIMIT : \$ 35.00

ORDER DATE : April 23, 1998

ORDER TIME : 1:26 PM

ORDER NO. : 792968

CUSTOMER NO: 4379232

CUSTOMER: Ms. Hannah Wilson
Atlantic Gulf Communities
9th Floor
2601 South Bayshore Drive
Miami, FL 33133

*RA
Change*

000002498180--5

CHANGE OF AGENT

NAME: SAXON WOODS PROPERTY OWNERS ASSOCIATION, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY

CONTACT PERSON: Andrew Cumber

Name	
Availability	4/24/98
Document Examiner	Non
Updater	Non
Update Verifier	Non
Acknowledgement	Non
W.P. Verifier	Non

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: SAXON WOODS PROPERTY OWNERS ASSOCIATION, INC.

1b. The mailing address of the corporation is : 200 SOUTH ORANGE AVENUE SUITE 2150 ORLANDO, FLORIDA 32801

1c. Date of incorporation: APRIL 3, 1998 Document number: N98000002008

2. The name and address of the current registered agent and office:

LARRY KAUFMANN ATLANTIC GULF COMMUNITIES CORPORATION 200 SOUTH ORANGE AVENUE, SUITE 2150 ORLANDO, FLORIDA 32801

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3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

JOEL K. GOLDMAN, ESQ. c/o ATLANTIC GULF COMMUNITIES CORPORATION 2601 SOUTH BAYSHORE DRIVE - SUITE 900 MIAMI, FLORIDA 33131

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.

Signature of an officer, chairman or vice chairman of the board: THOMAS S. LIEBRECHT, VICE PRESIDENT (Date) APRIL 22, 1998

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Signature of Registered Agent: JOEL K. GOLDMAN (Date) APRIL 22, 1998

If signing on behalf of an entity: (Typed or Printed Name) (Capacity)

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