PHILIP F. KEIDAISH, JR., P.A.

ATTORNEYS AND COUNSELORS AT LAW

PHILIP F. KEIDAISH, R.

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With 2 201

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

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Re:

Statement of Change of Registered Office and/or Registered Agent of

Kellwood Mortgage, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) Copy of the Change of Registered Office and/or Registered Agent for the above-referenced Corporation. Also please find a check in the amount of \$35.00 to cover the filing fee.

Kindly return the copy of this change document after you have stamped it in the enclosed self-addressed, stamped envelope.

Very truly yours,

Philip F. Keidaish, Jr.

PFK:cvs

Enclosures

FILED

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ECRETARY OF STATE

LAHLASSEE, FLORES

So See vi

CHANGE OF REGISTERED OFFICE AND/OR REGISTERED AGENT

Name of Corporation:

Kellwood Mortgage, Inc.

Present registered office (before change):

3732 N. W. 16th Street Fort Lauderdale, Florida 33311

New registered office:

505 Wekvia Springs Road, Suite 800 Longwood, Florida 32779

Present registered agent (before change):

Filings, Inc.

New registered agent:

Philip F. Keidaish, Jr.

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of the above corporation are identical.

I further certify that the above change of registered office and/or registered agent has been authorized by resolution duly adopted by the Kellwood Mortgage, Inc.

Date: March 21, 2001

KELLWOOD MORTGAGE, INC

Kenneth Mullins, President

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated above, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.

Philip F. Keidaish, Jr., Registered Agent