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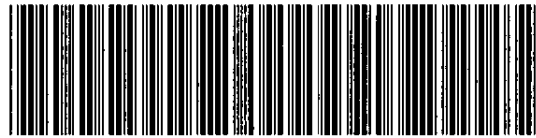
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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G.

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Holeman Homes, Inc.
(Name of Corporation)

DOCUMENT NUMBER: P010 001 213 84

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:

Michael Holeman
(Name of Contact Person)

Holeman Homes, Inc.
(Firm/Company)

212 N. US Hwy 1, # 17
(Address)

Tequesta, FL 33469
(City/State and Zip Code)

For further information concerning this matter, please call:

Michael Holeman at (561) 743-0687
(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: Holeman Homes, Inc.
2. The principal office address: 212 N. US Hwy 1, #17
Tequesta, FL 33469
3. The mailing address (if different): _____

4. Date of incorporation/qualification: 12-26-2001 Document number: PO10 001 213 84

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

David M. Gaines, Esq
4327 South Highway #27, Suite 404
Clermont, FL 34711

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

Michael Holeman
212 N. US Hwy 1, #17
(P.O. Box NOT acceptable)
Tequesta, FL 33469

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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, or the corporation has been notified in writing of the change.

Michael Holeman
(Signature of an officer or director)

Michael Holeman, President
(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.

Michael Holeman
(Signature of Registered Agent)

03-23-09
(Date)

If signing on behalf of an entity:

Michael Holeman
(Typed or Printed Name)

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