



P12692

National Registered Agents, Inc.
... "NRAI, the best choice for statutory representation"

July 21, 1999

Divisions of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

400002945304--6
-07/29/99--01001--015
****105.00 *****35.00

RE: Pacific Gateway Properties, Inc.
Pacific Gateway Properties Management Corporation
PGP-Weston, Inc.

Dear Sir/Madam,

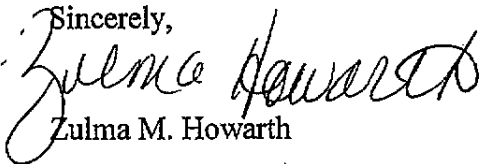
Enclosed for filing is a Statement of Change of Registered Agent and Office accompanied by a check in the amount of \$105.00 to cover the cost of filing for each entity named above.

Please file returning evidence in the self-stamped addressed envelope.

Should you have any questions, please do not hesitate to contact me at 1-800-767-1553.

Thank you in advance for your cooperation.

Sincerely,


Zulma M. Howarth

ZMH:me

Enclosures

FILED
99 JUL 26 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. A. Charge
LFS 7-29-99



National Registered Agents, Inc.
... "NRAI, the best choice for statutory representation"

July 22, 1999

Louise Jackson
Florida Secretary of State
Tallahassee, Florida

RE: Pacific Gateway Properties, Inc.
Pacific Gateway Properties Management Corporation
PGP-Weston, Inc.

Dear Louise,

Enclosed our check in the amount of \$105.00 to cover the cost for filing the Statement of Change of Registered Agent and Office for each of the above named entities which you received yesterday.

Should you have any questions, please do not hesitate to contact me at 1-800-767-1553.

Thank you in advance for your cooperation.

Sincerely,

Zulma M. Howarth

ZMH:me

Enclosures

**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 New York 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 corporation is: Pacific Gateway Properties, Inc.

2. The mailing address of the corporation is: 930 Montgomery Street, 4th Floor, San Francisco, CA 94133

3. Date of incorporation/qualification: December 29, 1986 Document number: P12692

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

CT Corporation System

1200 S. Pine Island Road

Plantation, FL 33324

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

NRAI Services, Inc.

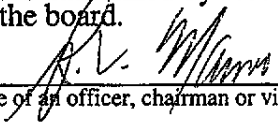
526 East Park Avenue

Tallahassee, FL 32301

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99 JUL 26 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

07/16/99
(Date)

Raymond V. Marino, President and Chief Executive Officer
(Printed or typed name and title)

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)

7-21-99
(Date)

If signing on behalf of an entity:

Zulma M. Howarth (NRAI SERVICES, INC.)
(Typed or Printed Name)

Assistant Secretary
(Capacity)

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