



THE UNITED STATES  
CORPORATION  
COMPANY

P15030

ACCOUNT NO. : 072100000032

REFERENCE : 209339 5024449

AUTHORIZATION

COST LIMIT

: Patricia Pizut  
: \$ 35.00

ORDER DATE : January 3, 1997

ORDER TIME : 9:58 AM

ORDER NO. : 209339-085

CUSTOMER NO: 5024449

100002050511--0

CUSTOMER: Asst Vice Pres Eileen Bannon  
Lehman Brothers  
3 World Financial Center  
200 Vesey Street, 24th Floor  
New York, NY 10285

CHANGE OF AGENT

NAME: REAL ESTATE SERVICES I, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY

CONTACT PERSON: Thelmon Washington

N. HENDRICKS JAN - 2 1997

FILED  
97 JAN -8 PM 1:14  
TALLAHASSEE, FLORIDA  
RECEIVED  
07 JAN -8 AM 10:43  
SIGN OF CORPORATION

Florida Department of State, Jim Smith, Secretary of State

**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  
DELAWARE 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:

REAL ESTATE SERVICES I, INC.

1b. Date of incorporation /  
qualification

Document number

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

C T CORPORATION SYSTEM 1200 SO. PINE ISLAND DRIVE

PLANTATION FL 33324

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

The Prentice-Hall Corporation System, Inc.

1201 Hays Street Tallahassee, Florida 32301

The street address of its registered agent 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.

Eileen M. Bannon  
SIGNATURE  
DATE 12/30/96

EILEEN M. BANNON  
ASST SECRETARY

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED  
IN THIS CERTIFICATE, 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 COM-  
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

The Prentice-Hall Corporation System, Inc.  
VICKI SCHREIBER

SIGNATURE By: Vicki Schreiber  
DATE 1/6/97 (Registered Agent) ASST VICE PRESIDENT