



THE UNITED STATES
CORPORATION
COMPANY

P20027

ACCOUNT NO. : 072100000032

REFERENCE : 317245 5024449

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 35.00

ORDER DATE : April 3, 1997

ORDER TIME : 9:47 AM

ORDER NO. : 317245-020

300002133548--2

CUSTOMER NO: 5024449

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: ADVANTAGED HOUSING ASSOCIATES
INC.

FILED
97 APR -4 AM 11:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Victoria L. Perez

4/4

John R.A. Chavez

RECEIVED
97 APR -4 AM 10:24
DIVISION 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: _____

ADVANTAGED HOUSING ASSOCIATES INC.

1b. Date of incorporation / _____ Document number _____
qualification 7/12/88

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

C T CORPORATION SYSTEM 1200 SO. PINE ISLAND DRIVE

PLANTATION FL 33301

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

3/31/97

DATE

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 COMPLETE 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 4/3/97 (Registered Agent) ASST VICE PRESIDENT