

A37908

CRARY, BUCHANAN, BOWDISH, BOVIE, LORD & ROBY
CHARTERED

ATTORNEYS AT LAW

EVANS CRARY (1905-1968)
EVANS CRARY, JR.
WILLIAM F. CRARY
LARRY E. BUCHANAN
JAMES L. S. BOWDISH †
GEORGE F. BOVIE, III
LAWRENCE EVANS CRARY III
WILLIAM F. CRARY II
ROBERT L. LORD, JR. §
WILLIAM L. ROBY ◊ †
R. MICHAEL CRARY
LEIGH A. WILLIAMS
STEVEN D. BERES *

JOSEPH NEGRON, JR.
JEFFREY F. THOMAS ∞

REPLY TO:
STUART

* BOARD CERTIFIED IN WILLS,
TRUSTS & ESTATES LAW
∞ BOARD CERTIFIED IN
FAMILY & MARITAL LAW
† BOARD CERTIFIED
CIVIL TRIAL LAWYER
§ BOARD CERTIFIED IN
HEALTH LAW
◊ BOARD CERTIFIED IN
BUSINESS LITIGATION

December 10, 1997

800002372178--2
-12/15/97-01074--001
105.00 **35.00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Statement of Change of Registered Office and Registered Agent for Corporations
Falco Properties, Inc. (Date of Incorporated 3/16/92, Document No.: P37908)
Anas Properties, Inc. (Date of Incorporated 1/9/92, Document No.: F92000000154)
Otus Properties, Inc. (Date of Incorporated 10/29/92, Document No.: P92000000767)

Dear Sir/Madam:

Enclosed please find fully executed Statement of Change of Registered Office or Registered Agent for Corporations for Falco Properties, Inc., Anas Properties, Inc., and Otus Properties, Inc. and our check in the amount of \$105.00 for your filing fee (\$35.00 ea. X 3). Please provide our office with proof of the change of registered office and agent.

Thank you for your kind attention and concern in this matter.

Sincerely yours,

M. Polanco

Mitsie Polanco
Legal Secretary to Lawrence E. Crary III

97 DEC 15 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Enclosures

F:\WPF\REAL\LEC\FORMS\LETTERS\REG\AGNT.CHG

MA Ch...
TLL DEC 18 1997

Florida Department of State, Sandra B. Mortham, 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.

1. The name of the corporation is: FALCO PROPERTIES, INC.

2. The mailing address of the corporation is: c/o William L. Bricker Jr. 101 Park Avenue, 35th Floor, New York, NY Y10178-0061

3. Date of incorporation/qualification: 3/16/92 Document number: P37908

4. The name and address of the current registered agent and office: The Prentice-Hall Corporation System, Inc. 1201 Hays Street, Suite 105 Tallahassee, Florida 32301

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable) Lawrence E. Crary III, Esquire 555 Colorado Avenue, Suite 1 Stuart, Florida 34994

FILED 97 DEC 15 11:47 TALLAHASSEE, FLORIDA SECRETARY OF STATE

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) November 11, 1997 (Date)

Baudouin DUNAND, sole Director (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) Lawrence E. Crary III (Date) 12/1/97

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)