



THE UNITED STATES  
CORPORATION  
COMPANY

P94000032607

ACCOUNT NO. : 072100000032

REFERENCE : 466636 4329479

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pizant*

ORDER DATE : November 5, 1999

ORDER TIME : 1:54 PM

ORDER NO. : 466636

CUSTOMER NO: 4329479

CUSTOMER: Janet N. Lockhart, Paralegal  
Baker & Hostetler  
200 South Orange Avenue  
Suntrust Center Suite 2300  
Orlando, FL 32802-0112

*RA  
Change*

900003037389--8

CHANGE OF AGENT

NAME: AMBER VACATION RESORTS, INC.

SEALING STATE  
TALLAHASSEE, FLORIDA

99 NOV -5 PM 3:53

FILED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar

*OK  
11/8/99*

**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 FLORIDA 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: AMBER VACATION RESORTS, INC.  
(F/K/A AVATAR VACATION RESORTS, INC.)

2. The mailing address of the corporation is: 621 S. ATLANTIC AVENUE,  
ORMOND BEACH, FLORIDA 32176

3. Date of incorporation/qualification: 12/24/94 Document number: P94000032607

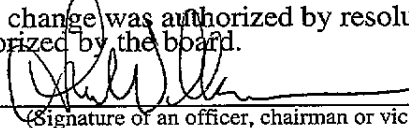
4. The name and address of the current registered agent and office:

JUANITA I. KERRIGAN  
201 ALHAMBRA CIRCLE - 12TH FLOOR  
CORAL GABLES, FLORIDA 33134

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)  
A.G.C., CO.  
200 S. ORANGE AVENUE, SUITE 2300  
ORLANDO, FLORIDA 32801

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)

AUGUST 24, 1999  
(Date)

THOMAS W. MOSSER, PRESIDENT

(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.*

A.G.C., CO.

(Signature of Registered Agent)

AUGUST 24, 1999

(Date)

If signing on behalf of an entity:

ROSEMARY O'SHEA, ESQ.

(Typed or Printed Name)

VICE PRESIDENT

(Capacity)

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