



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 087013 4364440
AUTHORIZATION : *Patricia Pujols*
COST LIMIT : \$ 35.00

ORDER DATE : May 8, 2003
ORDER TIME : 4:31 PM
ORDER NO. : 087013-015
CUSTOMER NO: 4364440
CUSTOMER: Ms. Lorraine Micheo
The Brown Companies
461 Park Avenue South
New York, NY 10016

CHANGE OF AGENT

NAME: BPM MANAGEMENT, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams -- EXT# 1131

EXAMINER: _____

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, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: BPM Management, Inc.
2. The principal office address: 4th Floor, 461 Park Avenue South
New York, NY 10016
3. The mailing address (if different): _____
4. Date of incorporation/qualification: March 8, 1995 Document number: P95000019252
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Four Florida Shopping Centers
7667 E Lake Worth Road
Lake Worth, FL 33467

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):
Corporation Service Company
1201 Hays Street
(P.O. Box or personal mailbox NOT acceptable)
Tallahassee, FL 32301

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, or the corporation has been notified in writing of the change.

[Signature]
(Signature of an officer, chairman or vice chairman of the board)

Peter C. Oberlink Secy & VP.
(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

[Signature]
(Signature of Registered Agent)

May 9, 2003
(Date)

If signing on behalf of an entity:
Dorothy Tenshaw
(Typed or Printed Name)

Assistant Vice President
(Capacity)

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

FILED
2003 MAY 21 PM 3:45
TALLAHASSEE, FLORIDA