PRETZEL & STOUFFER Chartered

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FAX NUMBER 312/346-8242

April 24, 1997

AUTHOR'S DIRECT DIAL

PLEASE REFER TO OUR FILE NUMBER

312/578-7714

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

Re:

Dear Sir or Madam:

200002157822---04/2)/97--01037--004 ******35.00 ******35.00

Orlando Sport and Social Club, Inc.

Enclosed is an original and one (1) copy of a Statement of Change of Registered Office or Registered Agent or Both, and Certificate of Designation, for the above-captioned corporation, together with our check in the amount of \$35.00 for the filing fees.

Upon filing of the Statement and Certificate, please return a file-stamped copy to us in the enclosed, self-addressed envelope.

Thank you for your assistance in this matter.

Very truly yours,

Mark D. Roth

PRETZEL & STOUFFER, CHARTERED

Enc.

Sandra M. Thomas cc:

Suzanne M Crowley
Andrew G Wilk
Marlene A Kunlla
Donald J Kindwald
James A LaBarge
William P McGowen III
Donald J O'Meara, Jr
M Anne Gavagan
Patrick F Healy
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Daniel J Moriarty
Daniel G Wils
Grace Winkler Cranley
Christine M Koman
John M McGregor
Margarel O'Sullivan Byrne
Desmond P Curran
John M McGregor
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Desmond P Curran
Gina L Macan
Adnan Mendoza
Adnan Mendoza
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Michele E Sibley
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Patrick G Cooke
Enc W Kaup
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Hon James B Durkin State Representative 44th District

Quality Representation For 50 Years 1946-1996 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 Florida 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: Orlando Sport and Social Club, Inc. 1b. The mailing address of the corporation is: 414 N. Orleans, Suite 708 Chicago, IL 60610 1c. Date of incorporation: April 24, 1995 Document number: P95000033508 2. The name and address of the current registered agent and office: Peter Whalen 411 East Jackson St., Suite 104 Orlando, Florida 32801 The name and address of the new registered agent and office: (P.O. Box Not Acceptable) Michelle Dean 333 South Plant Avenue, #B-5 Tampa, Florida 33606 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) Sandra M. Thomas, 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 actin 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)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

Registered Agent

(Capacity)

If signing on behalf of an entity:

(Typed or Printed Name)

Michelle Dean