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November 25, 1997

VIA FEDERAL EXPRESS

Florida Secretary Of State
409 East Gaines Street
Tallahassee, Florida 32399

800002358078--2
-11/26/97--01086--001
350.00 **35.00

Re: Inland Homebuilding Group, Inc.

Dear Sir/Madam:

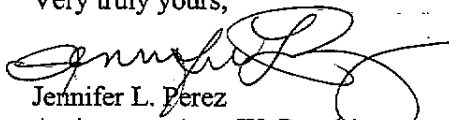
Enclosed for filing with your office, please find Statements of Change of Registered Office or Registered Agent or Both for Corporations for the entities listed below:

1. IH Brandon Homes, Inc.;
2. IH Tampa Homes Corp.;
3. Inland Homebuilding Group, Inc.;
4. Jack Suarez Homes, Inc.;
5. IH Suncoast Homes, Inc.;
6. IH Melbourne Homes, Inc.;
7. IH Hernando Homes, Inc.;
8. IH New Tampa Homes, Inc.;
9. Inland Homes Warranty Reserve, Corp.; and
10. J-Rand Financial Corporation.

FILED
97 NOV 26 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I have also enclosed a check in the amount of \$350.00 to cover all filing fees and a copy of each of the aforementioned forms to be file stamped and returned in the self addressed stamped envelope included. If you have any questions regarding the foregoing, please don't hesitate to contact this office.

Very truly yours,


Jennifer L. Perez
Assistant to Amy W. Recchia

JLP/jlp
Enclosures

R.A. Change

12/4

**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 _____ 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: IH Brandon Homes, Inc.

1b. The mailing address of the corporation is : 8401 JR Manor Drive, Suite 100,
Tampa, FL 33634

1c. Date of incorporation: December 11, 1995 Document number: P95000093846

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

Walton H. McMichael
8401 JR Manor Drive, Suite 100
Tampa, FL 33634

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Randall Prince
8401 JR Manor Drive, Suite 100
Tampa, FL 33634

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

November, 1997
(Date)

Randall Prince, Secretary
(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]
(Signature of Registered Agent)

November, 1997
(Date)

If signing on behalf of an entity:

Randall Prince
(Typed or Printed Name)

(Capacity)