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Akerman Senterfitt
ATTORNEYS AT LAW

Boca Raton
Fort Lauderdale
Jacksonville
Miami
Orlando
Tallahassee
Tampa
West Palm Beach

Citrus Center, 17th Floor
255 South Orange Avenue
Orlando, Florida 32801-3483

Post Office Box 231 mail
Orlando, Florida 32802-0231

www.akerman.com

407 843 7860 tel 407 843 6610 fax

September 10, 2002

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

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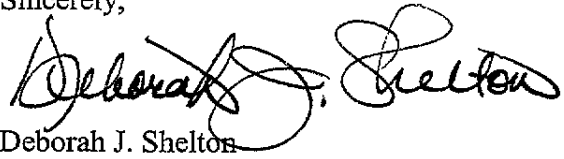
**RE: American Vacation Homes, Inc.
Statement of Change**

Dear Sir or Madam:

Enclosed herewith you will find a Statement of Change for filing with the Department of State, reflecting the change of the registered agent and address for the above-referenced corporation. Also enclosed is Akerman, Senterfitt & Eidson's check in the amount of \$35.00 in payment of your fees.

If you should you have any questions or comments in this regard, please do not hesitate to contact me.

Sincerely,



Deborah J. Shelton
Assistant to Alberto S. Bustamante, III

Enclosures

RA Change

09/18/02

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 SEP 12 AM 11:22

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: **American Vacation Homes, Inc.**

1b. Date of incorporation: **12/18/1995** Document Number: **P95000095510**

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


Edwin Croes
1631 East Vine Street
Kissimmee, Florida 34744

3. The name and address of the new registered agent and office:

Migdalia Croes
1631 East Vine Street, Suite B
Kissimmee, Florida 34744


The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such changes were authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


Signature
8-5-02
Date

MIGDALIA CROES, President
(Print Name)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 
MIGDALIA CROES, Registered Agent
DATE 8-5-02

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DIVISION OF CORPORATIONS
2002 SEP 12 AM 11:22