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LAW OFFICES
PRETZEL & STOUFFER Chartered

ONE SOUTH WACKER DRIVE • SUITE 2500 • CHICAGO, ILLINOIS 60606-4673 • 312/346-1973

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

900002157819--1
-04/29/97--01037--003
*****35.00 *****35.00

Re: *Miami Sport and Social Club, Inc.*

Dear Sir or Madam:

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,

PRETZEL & STOUFFER, CHARTERED

BY: 
Mark D. Roth

Enc.

cc: Sandra M. Thomas

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Hon. James B. Durkin
State Representative
44th District

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DIVISION OF CORPORATIONS
7 APR 29 AM 9:17

NA Change
MAY 7 1997

**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: Miami 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: December 20, 1995 Document number: P95000097299

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

Peter Whalen
411 East Jackson St., Suite 104
Orlando, Florida 32801

3. 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

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DIVISION OF CORPORATIONS
97 APR 29 AM 9:27

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.

Sandra M. Thomas March 17, 1997
(Signature of an officer, chairman or vice chairman of the board) (Date)

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 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.

Michelle Dean 3-19-97
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Michelle Dean Registered Agent
(Typed or Printed Name) (Capacity)