

P96000000652
Seybold Associates, Inc.

June 30, 1998

Florida Department of State
Division of Corporations
P. O. Box 1500
Tallahassee, FL 32302-1500

RE: Annual Report Fees

700002601717--1
-07/23/98--01001--020
*****35.00 *****35.00

Ladies and Gentlemen,

I received an annual report form for Carolina Shores Corp. with a request to pay \$550. Please note that I previously mailed Seybold Associates, Inc. check 1595 in the amount of \$361.25 to pay for three annual report filing fees, as follows:

Seybold Associates, Inc. (Profit)
Carolina Shores Corp. (Profit)
Sweetwater shores Homeowners' Assn., Inc. (Not for profit)

I believe the correct amount was sent. In any event, please advise in writing to my fax at 407-298-2010.

Also, enclosed are change of registered agent address forms for:

Seybold Associates, Inc.
Semoran/Gatlin Corp.
Dunson Road Corp.
Carolina Shores Corp.
Sweetwater Shores Homeowners' Assn., Inc.

Thank you for your assistance.

Sincerely,


Louis Seybold

98 JUL 27 AM 8:54
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED JUL 28 1998

Mailing: P. O. Box 508, Winter Park, Florida 32790
400 New York Avenue, Suite 108, Winter Park, Florida 32789
407.294.1000 Fax: 407.298.2010

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.

1. The name of the corporation is: SEMORAN/GATLIN CORP.

2. The mailing address of the corporation is: P. O. BOX 508 WINTER PARK, FL 32790

3. Date of incorporation/qualification: JAN. 3, 1996 Document number: P96000000652

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

LOUIS R. SEYBOLD
200 SOUTH ORANGE AVE., SUITE 1900
ORLANDO, FL 32801

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TALLAHASSEE FLORIDA

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

LOUIS R. SEYBOLD
400 NORTH NEW YORK AVE., SUITE 108
WINTER PARK, FL 32789

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) 7-1-98 (Date)

LOUIS R. SEYBOLD, 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.

(Signature of Registered Agent) 7-1-98 (Date)

If signing on behalf of an entity:

(Typed or Printed Name) AS PRESIDENT (Capacity)