

P96000057433

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May 23, 2001

Division of Corporations
State of Florida
409 East Gaines Street
Tallahassee, FL 32399

100004325921--6
-05/29/01--01133--005
*****35.00 *****35.00

100004325921--6
-05/29/01--01133--006
*****8.75 *****8.75

Re: Statement of Change of Registered Office or Registered Agent or Both for
Corporations for Chatham Apartments of Orlando, Inc.

To Whom It May Concern:

I enclose the following:

1. The original Statement of Change of Registered Office or Registered Agent or Both for Corporations for Chatham Apartments of Orlando, Inc., together with acceptance by Registered Agent.
2. Check Nos. 1478 and 1480 from Katz, Kutter, Haigler et al, made payable to the Division of Corporations in the amount of \$35.00 and \$8.75, representing the cost of filing the Articles and provision of a certified copy of same.

Please file the enclosed Statement of Change of Registered Office or Registered Agent or Both for Corporations with the Secretary of State and return to me a certified copy in the enclosed self-addressed envelope.

Please do not hesitate to call if you have any questions.

Very truly yours,

Ellen Frishman

ROA Change
6-6-01
PMS

FILED
01 MAY 29 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

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.

1. The name of the corporation is: Chatham Apartments of Orlando, Inc.
2. The mailing address of the corporation is: 30 St. Claire Avenue West, Suite 1100, Toronto,
Ontario, Canada M4V 3A1
3. Date of incorporation/qualification: August 05, 1988 Document number: P96000057433
4. The name and address of the current registered agent and office:

Letitia E. Wood, P.A.
200 East Robinson Street, Suite 500
Orlando, Florida 32801

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

Letitia E. Wood, Esquire
Katz, Kutter, Haigler, Alderman, Bryant & Yon, P.A.
111 North Orange Avenue, Suite 900
Orlando, Florida 32801

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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.

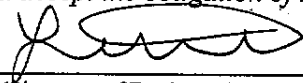

(Signature of an officer, chairman or vice chairman of the board)

April 26, 2001
(Date)

Ronald A. Medoff, Vice-President
(Printed or typed name and title)

April 26, 2001
(Date)

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)

April 27, 2001
(Date)

If signing on behalf of an entity:

Letitia E. Wood, Esquire
(Typed or Printed Name) (Capacity)