



Real Estate Investment Banking

AFC Realty Capital
of Florida, Inc.

PA 960000062707

FILED
98 JAN 23 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 31, 1997

300002410229--6
-01/23/98--01049--014
*****35.00 *****35.00

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: AFC Realty Capital of Florida, Inc.

Dear Sir or Madam:

Enclosed please find a Statement of Change of Registered Office and Registered Agent for the above-referenced corporation together with a check in the amount of \$35.00 to cover the filing fee. Please file the Statement of Change as soon as possible.

Thank you for your assistance in this matter.

Very truly yours,

Richard C. Preiser

Enclosures

RA Chg.

VS JAN 28 1998

WPB:69515:1

**STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT**

Pursuant to the provisions of Section 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is AFC Realty Capital of Florida, Inc.

2. The name and address of its present registered agent are:

HOMISCO Incorporation, Inc.
222 Lakeview Avenue, Suite 800
West Palm Beach, FL 33401

3. The name and street address to which its registered agent and registered office are to be changed are:

Kenneth R. Meadvin
4400 N. Federal Highway
Suite 210
Boca Raton, Florida 33431

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

5. Such change was authorized by resolution duly adopted by its Board of Directors.

Dated: Dec. 31, 1997

AFC REALTY CAPITAL OF FLORIDA, INC.

By: Richard C. Preiser
Printed Name: Richard C. Preiser
Title: President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF SECTION 607.0501 FLORIDA STATUTES.

Kenneth R. Meadvin
Name of Registered Agent: Kenneth R. Meadvin

Dated: Dec. 31, 1997

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