

Division of Corporations

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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 MATTER NO. 40180

To:

Division of Corporations
 Fax Number : (850)205-0380

From: GAIL S. ANDRE

Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
 Account Number : 072720000036
 Phone : (407)843-4600
 Fax Number : (407)843-4444

PLEASE ARRANGE THE FILING OF THE CERTIFICATE OF CHANGE OF REGISTERED AGENT/
 REGISTERED OFFICE WITH AN EFFECTIVE DATE OF TODAY, MAY 1, 2001, AND RETURN
 TO ME A CERTIFICATION AS SOON AS POSSIBLE. THANK YOU FOR YOUR ASSISTANCE IN
 THIS MATTER. GAIL S. ANDRE

REGISTERED AGENT CHANGE

PRESTIGE VACATION HOMES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$87.50

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DIVISION OF CORPORATIONS

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 01 MAY - 1 PM 3:54
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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**CERTIFICATE OF CHANGE OF
REGISTERED AGENT/REGISTERED OFFICE
OF
PRESTIGE VACATION HOMES, INC.**

Pursuant to the provisions of Section 607.0502, Florida Statutes, **PRESTIGE VACATION HOMES, INC.**, a corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), hereby submits the following statement in designating a new Registered Office/Registered Agent, in the State of Florida:

1. The name of this corporation is:

PRESTIGE VACATION HOMES, INC.

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

Joseph G. Kern
215 North Eola Drive
Orlando, Florida 32802

3. The name and address of the registered agent is to be changed to:

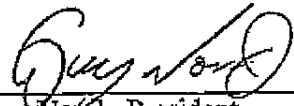
David G. Williford
215 North Eola Drive
Orlando, Florida 32802

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

5. That Guy Novik, as President of the Corporation has been authorized by resolution duly adopted by the board of directors to execute this Certificate of Change on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Change as of the 1ST day of MAY, 2001.

PRESTIGE VACATION HOMES, INC.,
a Florida corporation

By: 

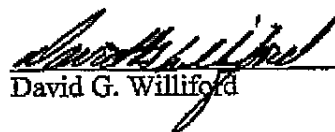
Guy Novik, President

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Prestige Vacation Homes, Inc.


David G. Williford