

P97000033425

LAW OFFICES

EDWARD E. LEVINSON, P.A.  
PENTHOUSE SOUTHEAST  
407 LINCOLN ROAD  
MIAMI BEACH, FLORIDA 33139

TELEPHONE 534-6171  
AREA CODE 305  
TELEX 706615 WCLMIA LD  
TELEFAX 538-5504

March 20, 1996

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

200002167142--3  
-05/06/S7--01049--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: SMG Mortgage Corp.

Dear Sir or Madam:

I am enclosing herewith an original and one copy of the Statement of Change of Registered Office or Registered Agent or Both for Corporations, together with my firm check in the amount of \$35.00 which represents the filing fee.

I would appreciate you forwarding to me a stamped copy indicating that the change of Registered Agent has been filed. I am also enclosing a self-addressed stamped envelope for your convenience.

Thank you very much for your cooperation and courtesy in this matter.

Very truly yours,

  
EDWARD E. LEVINSON

EEL/dim  
gendocs\corp\regagent.ltr

FILED  
97 MAY -5 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KH 4/1/96  
10/1/96  
5/1/96

Florida Department of State, Jim Smith, 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.

1a. The name of the corporation is: SMG MORTGAGE CORP.

1b. Date of incorporation April 14, 1997 Document number 997000033425

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

EDWARD E. LEVINSON

407 Lincoln Road, PH-SE, Miami Beach, Florida 33139

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

HARRY GURWITCH

1221 Brickell Avenue, Suite 2600, Miami, Florida 33131

The street address of its registered agent 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.

*Shirley Gurwitch*  
SIGNATURE  
May 1, 1997  
DATE

SHIRLEY GURWITCH, President  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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

*Harry Gurwitch*  
HARRY GURWITCH (Registered Agent)

DATE

May 1, 1997

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