

ABEL, BAND, RUSSELL, COLLIER, PITCHFORD & GORDON
CHARTERED

ATTORNEYS AND COUNSELORS AT LAW

E-Mail: abelband@gate.net

ADDITIONAL JURISDICTIONS

DAVID S. BAND-DC & MD
RONALD L. COLLIER-PA & NJ
ANTHONY J. ABATE-IL
STEVEN J. CHASE-GA
MICHAEL S. TAAFFE-NJ & NY
DAVID S. WATSON-PA
SCOTT E. GORDON-OH
RICHARD W. COONEY-NY
JOHN W. WEST III-DC

*Board Certified Real Estate Lawyer
**Board Certified Civil Trial Lawyer
***Board Certified Business Bankruptcy Law
American Bankruptcy Board of
Certification
***Board Certified Business Litigation Lawyer

Please refer to our file number:

Writer's direct line: 8318-1

Reply to: (813) 364-2729
Sarasota

BARNETT BANK CENTER
240 SOUTH PINEAPPLE AVENUE
P. O. BOX 49948
SARASOTA, FLORIDA 34230-6948

WATS (FROM TAMPA) 645-7105
PHONE (941) 366-6660
FAX (941) 366-3999

TANDEM CENTER
SUITE 199
333 TAMiami TRAIL SOUTH
VENICE, FLORIDA 34285

PHONE (941) 485-8200
FAX (941) 488-9436

ANTHONY J. ABATE
SARALYN ABEL
DAVID S. BAND
KATHRYN ANGELL CARR*
STEVEN J. CHASE**
RONALD L. COLLIER
CHERYL L. GORDON

SCOTT E. GORDON
MARK D. HILDRETH**
WILLIAM R. KOPF*
BARBARA B. LEVIN
GEORGE H. MAZZARANTANI
ROBERT P. MUDGE
JAN WALTERS PITCHFORD*

MALCOLM J. PITCHFORD*
JEFFREY S. RUSSELL*
LORNA B. SALOMON
MICHAEL S. TAAFFE****
DAVID S. WATSON
JOHN W. WEST III

HARVEY I. ABEL

OF COUNSEL
RICHARD W. COONEY

JOHN W. WEST III

P97000043274

October 3, 1997

Bureau of Corporate Records
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

600002312836--0
-10/06/97--01125--005
*****35.00 *****35.00

Re: Greengate Associates III, Inc.

Dear Sir or Madam:

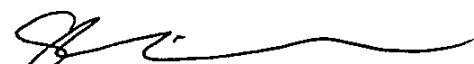
Enclosed is a check in the amount of \$35.00 to cover the following:

Statement of Change of Registered Office and
Registered Agent

for the referenced Corporation.

We would appreciate your returning to us a stamp-filed copy of the Statement.

Very truly yours,


Gatha Kennedy Milhorn
Corporate Paralegal

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -6 AM 11:02

#8318-1

**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: _____
Greenqate Associates III, Inc.

1b. The mailing address of the corporation is : _____
1135 Abbott Road, East Lansing, MI 48823

1c. Date of incorporation: 5/15/97 Document number: P97000043274

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

Malcolm J. Pitchford
240 S. Pineapple Avenue
10th Floor

Sarasota, FL 34236

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

Brandan N. Ferguson


13450 McGregor Blvd.

Ft. Myers, FL 33919

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -6 AM 11:02

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)

5/28/97

(Date)

Richard E. Ferguson

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)

5/28/97

(Date)

Brandan N. Ferguson