

P97000091872

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October 5, 1998

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

RE: Merritt Property Management, Inc.
Document No. P97000091872

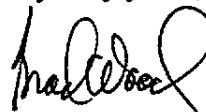
Dear Clerk:

Enclosed is an original and a photocopy of Articles of Amendment, along with a change of registered office and agent designation, for the above referenced entity. We also enclosed our check in the amount of \$35.00 for the requisite fee in connection with this filing.

Upon receipt and filing of the Amendment, please stamp the enclosed copy and return it to the attention of the undersigned at this office.

If you have any questions regarding this request, please contact the undersigned.

Very truly yours,



Bradley J. Wood

Encl.

bw091103.doc

VS OCT 13 1998

Amend.

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-10/08/98-01044-003
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FILED
OCT -8 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
AND
STATEMENT OF CHANGE OF REGISTERED OFFICE AND AGENT
FOR
MERRITT PROPERTY MANAGEMENT, INC.**

FILED
98 OCT -8 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation and changes its directors in the State of Florida.

The name of the corporation is MERRITT PROPERTY MANAGEMENT, INC.

The current mailing address of the corporation is 135 Bay Pointe Drive, St. Petersburg, Florida 33704.

Date of incorporation/qualification: October 24, 1997 Document No. P97000091872

ARTICLES OF AMENDMENT

1. Amendments adopted:

a) **ARTICLE II. PRINCIPAL OFFICE**

Delete the entire paragraph, and substitute therein:

The principal place of business and mailing address of the corporation shall be 1201 35th Avenue North, St. Petersburg, Florida 33704.

2. The date of each of these amendment's adoption is September 10, 1998.

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

Pursuant to provisions of sections 607.0502 or 607.1508, Florida Statutes, the undersigned corporation organized under the name of the laws of the State of Florida

submits the following statement in order to change its registered office and registered agent in the State of Florida.

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

Merritt Saunders
135 Bay Pointe Drive
St. Petersburg, FL 33704

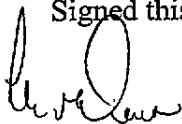
2. The name and address of the new registered agent and office:

Lee Demers
1201 35th Avenue North
St. Petersburg, FL 33704

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

The foregoing Articles of Amendment and change of registered office and registered agent of the corporation were authorized by resolution duly adopted by its sole shareholder and director.

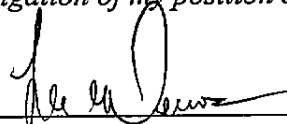
Signed this 10th day of September, 1998.



Lee Demers, Director/President/Secretary-Treasurer
MERRITT PROPERTY MANAGEMENT, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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.



Lee Demers
Registered Agent

Dated this 10th day of September, 1998