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KILPATRICK STOCKTON LLP

Attorneys at Law
Suite 2000
FIRST UNION FINANCIAL CENTER
200 South Biscayne Boulevard
Miami, Florida 33131-2310
Telephone: 786.777.8000
Facsimile: 786.777.8001
Web site: www.kilpatrickstockton.com

November 17, 2000

E-mail: tmullin@kilpatrickstockton.com
Direct Dial: 786.777.8019

Secretary of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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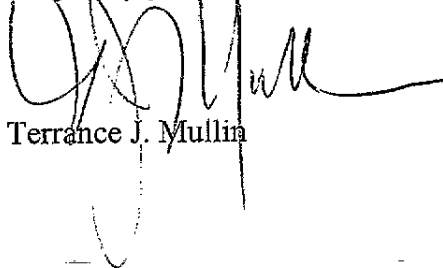
Re: Constructora Limonar, Inc.
Statement to Change Registered Agent

Dear Sir or Madam:

I am enclosing the Statement to Change Registered Agent together with a check in the amount \$35.00 representing the filing fee. Please send me confirmation that the change has been filed in the enclosed self-addressed, stamped envelope.

Should you have any questions, please do not hesitate to call me.

Very truly yours,



Terrance J. Mullin

TJM:lv
w/encls.
cc: CSC Network, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. PAYNE NOV 30 2000

**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.

1. The name of the corporation is: Constructora Limonar, Inc.
2. The mailing address of the corporation is: 260 Crandon Blvd., Suite 26,
Key Biscayne, Florida 33149
3. Date of incorporation/qualification: 11/19/97 Document number: P97000098823
4. The name and address of the current registered agent and office:

Corporate Services Company

1201 Hays Street

Tallahassee, Florida 32301

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

Maria C. Cordoba Good

260 Crandon Blvd., Suite 26

Key Biscayne, Florida 33149

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.

x Maria C. Cordoba Good
(Signature of an officer, chairman or vice chairman of the board)

11-15-2000
(Date)

x MARIA C CORDOBA GOOD
(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.

By: x Maria C. Cordoba Good
(Signature of Registered Agent)

11-15-2000
(Date)

If signing on behalf of an entity:

CONSTRUCTORA LIMONAR, INC.
(Typed or Printed Name)

VICE PRESIDENT
(Capacity)

*** FILING FEE: \$35.00 ***