

LAW OFFICES OF

KIMPTON, BURKE, WHITE & HEIDEN, P.A.

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998000009616

February 26, 1998

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

RE: Carrollwood Creek Associates, Inc.
Our File No. 10,683.04.6.000

Gentlemen:

Enclosed is Registered Agent Certificate designating new Registered Agent for the captioned corporation. Please file the same in the records of your office.

Please date stamp the duplicate copy enclosed with the filing information and return in the self-addressed, stamped envelope also enclosed.

Further enclosed is our check in the amount of \$35 covering your filing fees.

Sincerely,

KIMPTON, BURKE, WHITE & HEIDEN, P.A.

Robert C. Burke, Jr.

RCB/cg
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

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[Signature]

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: CARROLLWOOD CREEK ASSOCIATES, INC.

1b. The mailing address of the corporation is : 701 ENTERPRISE ROAD EAST, SUITE 704, SAFETY HARBOR, FL 34695

1c. Date of incorporation: 01/29/98 Document number: P98000009616

2. The name and address of the current registered agent and office: ROBERT C BURKE JR, 28059 U S HIGHWAY 19 NORTH SUITE 100, CLEARWATER FL 33761

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable) DAVID A. NADER, 701 ENTERPRISE ROAD EAST SUITE 704, SAFETY HARBOR FL 34695

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 by an officer so authorized by the board.

(Signature of an officer, chairman or vice chairman of the board) DAVID A. NADER, PRESIDENT (Printed or typed name and title)

2/19/98 (Date)

SECRETARY OF STATE TALLAHASSEE, FLORIDA 98 FEB -9 AM 9:47 APPROVED AND FILED

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)

2/19/98 (Date)

If signing on behalf of an entity: President - David A Nader (Typed or Printed Name)

President (Capacity)