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COPY

March 11, 1999

Via Certified Mail

Return Receipt Requested

Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

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-03/16/99-01110-001
385.00 **35.00 LE

Re: *Statements Of Change Of Registered Office And Agent*

Dear Madam/Sir:

Enclosed please find Statements Of Change Of Registered Office And Agent for the following entities:

1. Florida-CRC Corp.
2. Orange Pine, Inc.
3. CRF Airport Pad Limited Partnership
4. CR South, Inc.
5. Ridgeport, Inc.
6. Moorings Plaza, Inc.
7. Continental Realty Investors Corp.
8. Continental Realty Acquisitions Corp.
9. Ridgeport Limited Partnership
10. Orange Pine Limited Partnership
11. Moorings Plaza Limited Partnership

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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March 11, 1999
Page 2

Please file these documents. We have enclosed check number 30131 in the amount of \$385.00 to cover all of the applicable filing fees.

As soon as the documents are filed, please forward copies of the filed documents and all other documentation relating to these filings to our office. We have enclosed extra copies of the documents for your convenience.

We appreciate your assistance in this matter. If you have any questions, please feel free to contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

By: 
William L. Owens

WLO/sbf
Enclosures

cc: Pamela McDade Johnson, Esq. (w/o enc.)

**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: CR SOUTH, INC.

2. The mailing address of the corporation is: 17 West Pennsylvania Avenue
Suite 500
Towson MD 21204

3. Date of incorporation/qualification: 6/24/1998 Document number: P98000056388

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

C T Corporation System

1200 South Pine Island Road

Plantation FL 33324

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

Jean A. Ryan, Esq.

c/o Bond, Schoeneck & King, P.A.

1167 Third Street South, Suite 107

Naples, Florida 34102-7098

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.

William H. Kinnear, Jr.
(Signature of an officer, chairman or vice chairman of the board)

3/3/99
(Date)

William H. Kinnear, Jr., Vice 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.

Jean A. Ryan
(Signature of Registered Agent)

March 1, 1999
(Date)

If signing on behalf of an entity:

Jean A. Ryan
(Typed or Printed Name)

(Capacity)

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