

LAW OFFICES

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November 20, 1998

P98000095934

Secretary of State  
Corporate Records Bureau  
PO Box 6327  
Tallahassee, FL 32314

RE: Casa DePLaya, Inc.

600002694466--4  
-11/23/98--01141--018  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

Please find enclosed Statement of Change of Registered Office or Registered Agent for Corporation which has been completed for the above-referenced corporation.

When this change of registered agent form has been filed and recorded, please return the original to my office in the enclosed self-addressed envelope.

Yours very truly,

*Marc A B Silverman*

Marc A. B. Silverman  
MABS:pc

Enc.

*ROA change  
12-1-98  
DMS*

98 NOV 23 PM 3:38  
**FILED**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Department of State, Sandra B. Mortham, Secretary of State

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

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: CASA DE PLAYA, INC.

2. The mailing address of the corporation is: 612 Gulf Boulevard, Indian Rocks Beach, FL 33785

3. Date of incorporation/qualification: 11/10/98 Document number: P98000095934

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

Karen B. Rozar, Corporation Service Company
1201 Hays Street, Tallahassee, FL 32301

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

Pamela E. Johnson
612 Gulf Boulevard
Indian Rocks Beach, FL 33785

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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]
(Signature of an officer, chairman or vice chairman of the board)

November 20, 1998
(Date)

PAMELA E JOHNSON SEC/TR
(Printed or typed name and title)

November 20, 1998
(Date)

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]
(Signature of Registered Agent)

11-20-98
(Date)

If signing on behalf of an entity:

Pamela E. Johnson
(Typed or Printed Name) (Capacity)