

GRAHAM, CLARK, JONES, BUILDER, PRATT & MARKS

S71200

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February 19, 1999

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: **Change of Registered Agent for Oak Island 80 Inc.**
Our File #5297-1

Dear Sir or Madam:

In connection with the above, I have enclosed an original and one copy of *Statement of Change of Registered Office or Registered Agent or Both for Corporations*, together with this firm's check in the amount of \$35.00 for filing the *Statement of Change* and providing me with a copy of the same.

Thank you for your cooperation and assistance with this matter. Please contact me if you have any questions concerning this corporation.

Please advise if I may be of further assistance. Thank you.

Sincerely,

GRAHAM, CLARK, JONES, BUILDER, PRATT & MARKS

Fd Haas

Fran L. Haas, Paralegal

Enclosures

FAUSER\FRAN\FORMS\CORP\SECYST.CRA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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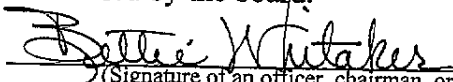
**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

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: **OAK ISLAND 80 INC.**
2. The mailing address of the corporation is: **9601 Chase Road, Windermere, Florida 34786**
3. Date of incorporation/qualification: **8/6/91** Document Number: **S71200**
4. The name and address of the current registered agent and office:
Michael E. Marder
100 West Cypress Creek Road, Suite 700
Ft. Lauderdale, FL 33309
5. The name and address of the new registered agent and office: (P.O. Box **Not** Acceptable)
James R. Pratt, Esquire
Graham, Clark, Jones, Builder, Pratt & Marks
369 North New York Avenue, 3rd Floor
Winter Park, Florida 32789

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 of an officer, chairman, or vice chairman of the board)

1-25-98
(Date)

Bettie Whitaker, 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.


(Signature of Registered Agent)

1-22-98
(Date)

If signing on behalf of an entity:

(Printed or typed name)

(Capacity)

CR2E045(7/97)

DIVISION OF CORPORATIONS

P.O. Box 6327

FILING FEE: \$35.00

Tallahassee, FL 32314