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*Mensh, Keaton, Schuh, MacIntosh, Bursa, Kaplan & Sanders*

*Attorneys at Law  
A Partnership of Professional Associations*

*Brian M. Bursa, P.A.  
Bruce S. Kaplan, P.A.  
Karen S. Keaton, P.A. †  
Victoria E. MacIntosh, P.A.  
Myron J. Mensh, P.A.\*  
Carl A. Schuh, P.A.  
Christopher C. Sanders, P.A.*

111 - 2nd Avenue NE., Suite 610  
St. Petersburg, Florida 33701  
Telephone: (727) 822-2200  
Facsimile: (727) 822-1985

October 19, 2000

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: B & G Resorts Management, Inc.

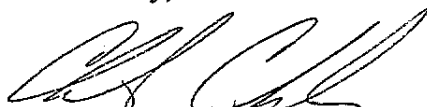
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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed is an original and one copy of the Statement of Change of Registered Office and Registered Agent for the above referenced corporation. Also enclosed is a check for \$35.00 to cover the cost of this filing.

If you have any questions or concerns, you have only to call.

Sincerely,



Christopher C. Sanders, Esquire

enclosures

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00 OCT 24 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RAIRO  
change

**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: B & G RESORTS MANAGEMENT, INC.
2. The mailing address of the corporation is: Ebb Tide Motel, 12 Bellevue Drive, Treasure Island, Florida 33706
3. Date of incorporation/qualification: August 22, 1991      Document number: S75989
4. The name and address of the current registered agent and office:

G. Barry Wilkinson  
696 1st Avenue North, Suite 201  
St. Petersburg, Florida 33701

5. The name and address of the new registered agent and office:

Christopher C. Sanders, P.A.  
111 2nd Avenue NE, Suite 610  
St. Petersburg, Florida 33701

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TALLAHASSEE, FLORIDA

The street address of its registered office and the street 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.

B & G RESORTS MANAGEMENT, INC.

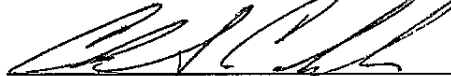


John J. Mell, Jr., Vice President

September 11, 2000

*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.*

CHRISTOPHER C. SANDERS, P.A.



Christopher C. Sanders, President

September 11, 2000