



S89503

June 26, 1998

Ms. Sandra B. Mortham
Florida Department of State
Division of Corporations
PO Box 1500
Tallahassee, FL 32302

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-07/14/98--01091--009
*****35.00 *****35.00

Re: Change of Registered Agent

Dear Ms. Mortham,

Enclosed is the duly signed and executed change of registered agent form for Sime Darby Commodities, Inc. for filing with the Secretary of State. Also enclosed is our check in the amount of US \$35.00 to cover the cost of this filing. I shall be obliged if you would advise me in writing when the change has been duly recorded.

Thank you in advance for your assistance with this matter. Should you have any questions, please give me a call.

Yours sincerely,

Alvin Liew

AL/bw

Enclosures

cc: Mr. Jim Rester
Mr. Jim Barth
Mr. Don Wallis

FILED
98 JUL -6 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. A. Chang
LET 7-14-98

Sandestin Resorts, Inc.
9300 Highway 98 West, Destin, FL 32541

SANDESTIN RESORTS, INC.
(850) 267-8000
Reservations (800) 277-0800
FAX (850) 267-8222

SANDESTIN REAL ESTATE, INC.
(850) 267-8100
(800) 277-0801
FAX (850) 267-8204

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

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: Sime Darby Commodities, Inc.

2. The mailing address of the corporation is: 9300 Highway 98 West, Destin, Florida 32541

3. Date of incorporation/qualification: October 23, 1991 Document number: S89503

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

James M. Rester

9300 Highway 98 West

Destin, Florida 32541

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

James C. Barth

30 South Shore Drive

Destin, Florida 32541

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TALLAHASSEE, FLORIDA

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)

June 4, 1998
(Date)

James M. Rester, Director
(Printed or typed name and title)

June 4, 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)

June 4, 1998
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)