

HARVEY K. MATTEL

ATTORNEY AT LAW

V43376

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November 5, 1998

CERTIFIED MAIL
RETURN RECEIPT REQUESTED: P 300 554 244

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
98 NOV -9 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: RW Realty Sales, Inc.

Charter Number: V43376

Our File No.: M-636

To Whom It May Concern:

100002683711--1
-11/09/98--01137--001
*****35.00 *****35.00

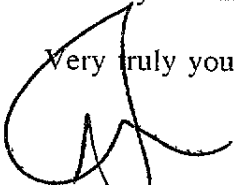
Enclosed herewith please find:

- 1). Statement of Change of Registered Office and Agent for Seniors Housing Property Group, Inc.
- 2). Harvey Mattel check number 10054 in the amount of \$35.00 representing the filing fee.

Please proceed to file the Statement of Change, and return a certified copy of the document to me.

Thank you for your assistance. If there are any questions, please do not hesitate to call myself or Abby Gavino of my office collect.

Very truly yours,



HARVEY MATTEL

HKM/ah

cc: Seniors Housing Property Group, Inc.
Attn: Denise Reid Raska, President (w/enc.)

VS NOV 16 1998

RA Chg.

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.

1a. The name of the corporation is: Seniors Housing Property Group, Inc.

1b. The mailing address of the corporation is: 1131 S.E. 3rd Avenue

1c. Date of incorporation: 1/1/96 Document number: V43376

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

Jeanette Peck
~~431 SE 3rd Avenue~~ 900 SE 5 Court
Ft. Lauderdale, FL 33316 33301

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

Denise Reid Raska
1131 SE 3rd Avenue
Ft. Lauderdale, FL 33316

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.

Jeanette Peck

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

10/27/98

(Date)

Jeanette Peck

(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.

Denise Reid Raska

(Signature of Registered Agent)

10/27/98

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)