

V61857

**CUNNINGHAM, ALBRITTON, MILLER, HEFFERNAN,
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*ALSO ADMITTED IN NEW YORK
**ALSO ADMITTED IN TEXAS

September 22, 1998

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

RE: LIVELY PROPERTIES, INC.

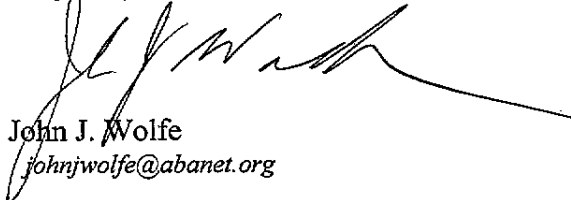
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*****35.00 *****35.00

To Whom It May Concern:

Enclosed is a Statement of Change of Registered Office form pertaining to the above-referenced corporation. Also, enclosed you will find a check in the amount of \$35.00 which represents the filing fee for same.

Thank you for your assistance in this matter.

Very truly yours,



John J. Wolfe
johnjwolfe@abanet.org

JJW/dj
Enclosures

RO Change
10-7-98
DAS

98 OCT -5 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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: Lively Properties, Inc.

2. The mailing address of the corporation is: 201 County Road, Big Pine Key, FL 33043

3. Date of incorporation/qualification: 09/04/92 Document number: V61857

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

Alton J. Lively

2470 Lotafun Drive

Winter Park, FL 32789

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

Alton J. Lively

201 County Road

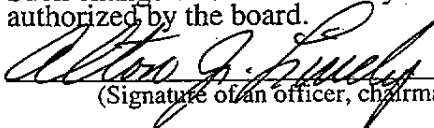
Big Pine Key, FL 33043

98 OCT -5 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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)

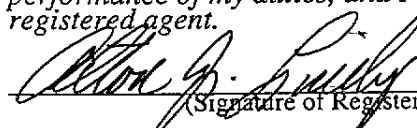
Alton J. Lively, President

9/21/98
(Date)

(Printed or typed name and title)

(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 of Registered Agent)

9/21/98
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)