MM

ACCOUNT NO. : 072100000032

REFERENCE : 430230

7175421

AUTHORIZATION :

COST LIMIT : \$ \$35.00

ORDER DATE: August 17, 2001

ORDER TIME : 4:03 PM

ORDER NO. : 430230-070

CUSTOMER NO: 7175421

CUSTOMER: Ms. Nicolle Donald

The Brisben Companies

7800 East Kemper Road

Cincinnati, OH 45249

CHANGE OF AGENT

BRISBEN DEVELOPMENT, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_ PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

000004542190--6

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 Ohio 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: BRISBEN DEVELOPMENT, INC. |
| |
| 2. The mailing address of the corporation: 7800 East Kemper Road, Cincinnati Ohio 45249 |
| 3. Date of incorporation/qualification: 02/20/1998 Document number: F98000000995 |
| 4. The name and address of the current registered agent and office: |
| C T Corporation System |
| 1200 South Pine Island Road |
| Plantation, FL 33324 |
| 5. The name and address of the new registered agent (if changed) and/or registered office (if changed). (P. O. Box Not Acceptable) |
| Corporation Service Company |
| 1201 Hays Street |
| Tallahassee, Florida 32301 |
| 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. |
| 7/30/01 |
| (Signature of an officer, chairman or vice chairman of the board) (Date) |
| Joseph A Faisant, Assistant Secretary (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. |
| Meleorah D. Skipper 8-16-01 |
| (Date) |
| If signing on behalf of an entity: Deborah D. Skipper |
| (Capacity) Service (Smpany Asst. Secretary (Capacity) |
| * * * FILING FEE: \$35.00 * * * |

CR2E045(9/00)