

F98000005248

WILLIAM E. SIMONTON, III
Attorney at Law
4141 N. Henderson Road, #5
Arlington, Virginia 22203
Phone: (703) 527-5202
Fax: (703) 527-3700

Member
Virginia Bar
West Virginia Bar

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP -8 AM 11:37

September 5, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, FL 323143

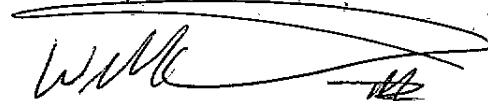
800003386878--9
-09/08/00-01073-018
*****35.00 *****35.00

Dear Sir:

Please file the enclosed notices changing the Register Agent for Herndon Associates Limited Partnership, a Virginia limited partnership, and 117 Corp., a Virginia corporation

Should you have any questions, please call 703-527-5200

Sincerely,



William E. Simonton, III
Counsel

cc: File

RA Chg.
VB

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 Virginia submits the following statement in order to change its registered office or registered agent, or both, to the State of Florida.

FILED STATE SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 SEP -8 AM 11:37

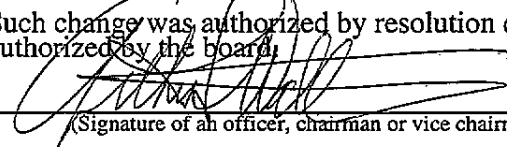
- 1. The name of the corporation is: 117 CORP., a Virginia corporation
- 2. The mailing address of the corporation is: 4141 N. Henderson Road, #8
Arlington, Virginia 22203
- 3. Date of incorporation/qualification: September 18, 1998 Document number: F98000005248
- 4. The name and address of the current registered agent and office:

Corporation Service Company
1201 Hayes Street
Tallahassee, Florida 32301

- 5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
- Arthur L. Walters, III.
13985 75th Avenue
N. Seminole, Florida 34646

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.



September 1, 2000
(Date)

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

Arthur L. Walters, President
(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.


(Signature of Registered Agent)

September 5, 2000
(Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

***** FILING FEE: \$35.00 *****