

CT CORPORATION SYSTEM

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FILED
MAY 21 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

811 Dallas Avenue
Houston, TX 77002
Tel. 713 658 9486
Fax 713 658 9720

May 6, 1998

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

400002531544--7
-05/21/98-01059-004
*****35.00 *****35.00

Re: Production Operators, Inc.
Order #: 1244036

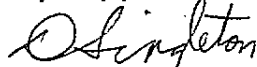
Dear Secretary of State:

As requested by counsel, we enclose for filing forms to Change the Registered Agent/Office on behalf of the above named corporation, together with the funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to my attention via regular mail.

If you have any questions or if for any reason the filing cannot be effected, please notify this office of the details by calling our toll-free number: **800-324-0754**.

Very truly yours,



Denise Singleton
Customer Specialist

DDS/ds

Enclosure(s)

RA Chg.

VS MAY 29 1998

Florida Department of State, Jim Smith, 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.

1a. The name of the corporation is: Production Operators, Inc.

1b. Date of incorporation May 10, 1968 Document number 329436

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

The Prentice-Hall Corporation System Inc.

1201 Hays Street, Suite 105, Tallahassee, FL 32301

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

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c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation Florida 33324

The street address of its registered agent 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.

Ronald R. Randall

SIGNATURE

April 1, 1998

DATE

Ronald R. Randall, Secretary

(Type or printed name and title)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

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SIGNATURE BY:

Victor Alfano

(Registered Agent)

Victor Alfano, Asst. Secy.

DATE 5-6-98

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

CR2E045 (7-91)

Filing Fee: \$35.00