

ADORNO & ZEDER
A PROFESSIONAL ASSOCIATION

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404235
October 6, 1997

FACSIMILE
(305) 858-4777

Writer's Direct No.:
(305) 860-7362

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

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

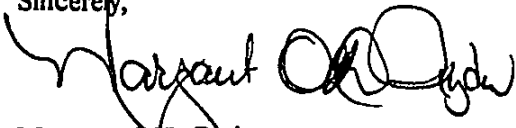
RE: Cruise America, Inc., a Florida Corporation

Ladies and Gentlemen:

Enclosed herein is the Statement of Change of Registered Office for the captioned corporation. Also enclosed is a check in the amount of \$35 made payable to the Florida Secretary of State to cover the required filing fee. Please acknowledge receipt of this filing by stamping the enclosed copy of this letter and return the same to me in the enclosed self-addressed, stamped envelope.

If you have any questions, please call me at my direct number (305) 860-7362.

Sincerely,


Margaret O.D. Ryder
Legal Assistant

MOR
cc: Eric R. Bensen
118997

R.A. Resign
10-14-97
CC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -9 AM 8:12

Florida Department of State, Sandra B. Morham, Secretary of State

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

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: Cruise America, Inc.
2. The mailing address of the corporation is: 11 West Hampton Avenue,
Mesa, Arizona 85210
3. Date of incorporation/qualification: 6-30-72 Document number: 404235
4. The name and address of the current registered agent and office:
Dennis J. Oile
Oile, Macaulay & Zorrilla, P.A.
201 South Biscayne Blvd #1402
Miami, Florida 33131
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
Dennis J. Oile, Esq.
Adorno & Zeder, P.A.
2601 South Bayshore Drive #1600
Miami, Florida 33133

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SECRETARY OF STATE
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OCT -9 AM 8:12

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.

Eric R. Bensen

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

10-1-97

(Date)

ERIC R. BENSEN

(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.

Dennis J. Oile
(Signature of Registered Agent)

10-6-97

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)