

M17220

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
01 MAY 29 PM 12:58

Paul A. Leighton
Duane, Morris & Heckscher LLP
200 South Biscayne Boulevard-Suite 3410
Miami, Florida 33131

City/State/Zip

Phone #

Office Use Only

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #) **600004325166--3**
2. _____
(Corporation Name) (Document #) **-05/29/01--01071--018**
*******35.00 *****35.00**
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time Certified Copy
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NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

RA Chg.

V. SHEPARD JUN 7 2001

Examiner's Initials

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: Phoenix American Warranty Company, Inc.
2. The mailing address of the corporation: 6303 Blue Lagoon Drive, Apt. 225, Miami, Florida 33126

3. Date of incorporation/qualification: 6/25/1985 Document number: M17220

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

Thomas R. Spencer, Jr.
801 Brickell Avenue - Suite 1901
Miami, Florida 33131

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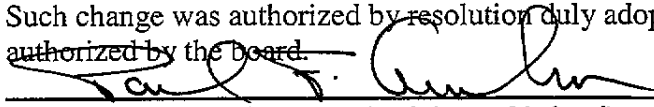
5. The name and address of the new registered agent (if changed) and/or registered office (if changed):

(P.O. Box Not Acceptable)

Charles C. Papy, III
200 S. Biscayne Boulevard - 34th Floor
Miami, Florida 33131

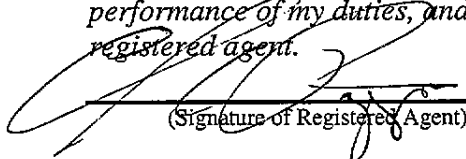
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

 5-15-01
(Signature of an officer, chairman or vice chairman of the board) (Date)

Paul F. Guelmes - Vice 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.

 5/21/01
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Charles C. Papy, III Registered Agent
(Typed or Printed Name) (Capacity)

• ** FILING FEE: \$35.00 ** •