

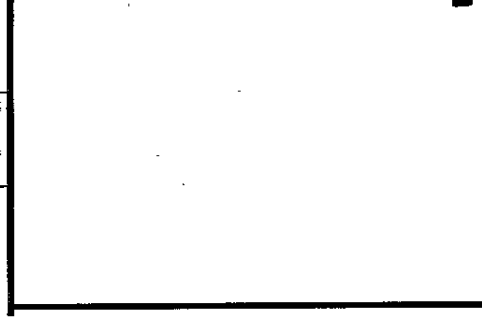
NO1000000676

Proprietor's Name

P R I V A T E
C A P I T A L

Management

8889 Pelican Bay Boulevard, Suite 500, Naples, FL 34108-7512



Office Use Only

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

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

000004560020--
-08/28/01--01060--001
*****35.00 *****35.00

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Pick up time _____
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

01 AUG 27 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

NO1000000676
208 8-27-01
RACM
04

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 : Southwest Florida Holocaust Museum Inc.

2. The mailing address of the corporation : 1250 Tamiami Trail North, #202
Naples, FL 34102

3. Date of incorporation/qualification: 1/29/01 Document number: NO1000000676

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

Michael A. Feldman
3003 Tamiami Trail North, 3rd Floor
Naples, FL 34102

5. The name and address of the new registered agent (if changed) and/or registered office (if changed) (P. O. Box Not Acceptable)

Michael A. Feldman
8889 Pelican Bay Blvd., Suite 500
Naples, FL 34108-7512

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

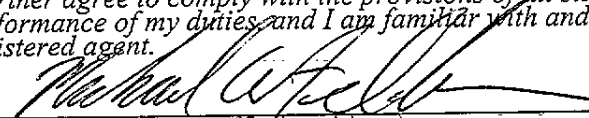
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board


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

8/22/01
(Date)

Michael A. Feldman, Director and Voting Member
(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)

8/22/01
(Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

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