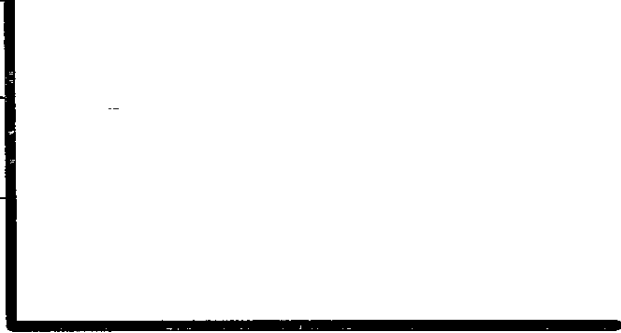


P00000012913

Name
Shapiro & Dector, P.A.
Corporate Centre at Boca Raton
Suite 200
7777 Glades Road
Boca Raton, Florida 33434
City/State/Zip Phone #



Office Use Only

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

1. _____ (Corporation Name) _____ (Document #)

800003323788--6
-07/14/00--01079--007
*****35.00 *****35.00

2. _____ (Corporation Name) _____ (Document #)

3. _____ (Corporation Name) _____ (Document #)

4. _____ (Corporation Name) _____ (Document #)

00 JUL 14 PM 3:22
TALLAHASSEE, FLORIDA

FILED

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

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

*RDA Change
7-24-00
[Signature]*

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

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 is: PBJ HOLDINGS, INC.

2. The mailing address of the corporation is: 2500 N. Military Tr., Suite 460, Boca Raton, FL 33431

3. Date of incorporation/qualification: 2/7/00 Document number: P00000012913

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

Spiegel & Utrera, P.A.

343 Almeria Ave.

Coral Gables, FL 33134

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

Andrew M. Dector

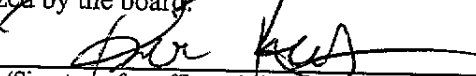
c/o Shapiro & Dector, P.A., 7777 Glades Rd., Suite 200

Boca Raton, FL 33434

FILED
00 JUL 14 PM 3:22
TALLAHASSEE, FLORIDA

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

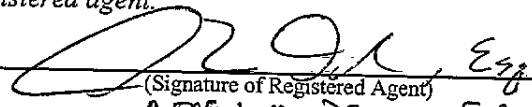
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


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

7-12-00
(Date)

BRUCE RICH, 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.

By: , Esq.
(Signature of Registered Agent) 7/12/00
(Date)

If signing on behalf of an entity:
SHAPIRO & DECTOR, P.A.
(Typed or Printed Name) V.P.
(Capacity)

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