



EMPIRE FINANCIAL HOLDING COMPANY

Reliable Service. Personalized Answers. Surprisingly Low Fees.

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

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02 FEB 14 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*R. Alcham
To Lewis
2/14/02*

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 : Empire Financial Holding Company

2. The mailing address of the corporation : 1385 West State Road 434
Longwood, Florida 32750

3. Date of incorporation/qualification: _____ Document number: P00000016730

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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

Richard L. Goble
1385 West State Road 434
Longwood, Florida 32750

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

1/30/02
(Date)

KEVIN M. GAGNE / RICHARD L. GOBLE
(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]
(Signature of Registered Agent)

1/30/02
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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