

P93000031358

JAMES E. TAYLOR
ATTORNEY AT LAW

126 EAST JEFFERSON STREET
ORLANDO, FLORIDA 32801

AREA CODE (407)
TEL. 843-4310
800-433-8149 (FL)
407-649-3038 (FAX)

February 11, 1998

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

RE: Hooper's Fresh Farm Vegetables, Inc.
Document Number P9300003158

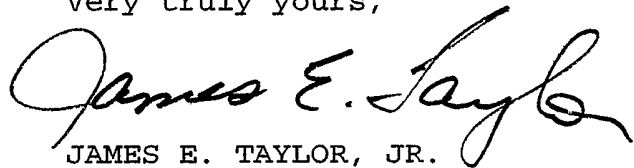
300002431553--0
-02/16/98--01082--019
*****35.00 *****35.00

Dear Sirs:

Enclosed please find a Statement of Change of Registered Office and Registered Agent, and a check in the amount of \$35.00 for filing of same.

This form was inadvertently not forwarded to your office at the time of incorporation. If additional documentation is required, please contact the undersigned.

Very truly yours,



JAMES E. TAYLOR, JR.

/dw
enclosures

RA Chg.

VS FEB 18 1998

98 FEB 16 AM 9:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Charter No. P93000031358

Date Filed April 29, 1993

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Hooper's Fresh Farm Vegetables, Inc.

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.

1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

James E. Taylor, Jr., Esquire

126 East Jefferson Street

Orlando, FL 32801

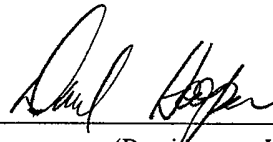
FILED
FEB 16 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

David Hooper, President
(Typed or printed name and title)

Signature



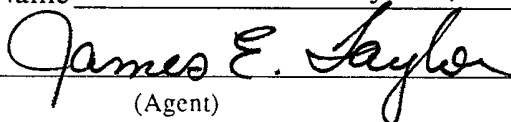
(President or Vice President)

Date May 4, 1993

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name James E. Taylor, Jr.

Signature



(Agent)

Date May 4, 1993