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Law Offices
MARKEY & FOWLER, P. A.

410 West Merritt Avenue
Merritt Island, Florida 32953
(407) 453-0547 (Telephone)
(407) 453-0958 (Facsimile)

KEVIN P. MARKEY
DANIEL B. FOWLER
JOSEPH R. BACHAND

Mailing Address:
Post Office Box 541081
Merritt Island, Florida 32954-1081

April 6, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: *Central Florida Lincoln Mercury, Inc.*

Dear Sir or Madam:

Please find enclosed for filing a Statement of Change of Registered Office or Registered Agent or Both for Corporation. Also, find enclosed a check in the amount of 35.00 for the filing fee.

Thank you for your attention and courtesy in filing this Statement of Change. Should you have any questions in regard to this filing, please do not hesitate to call me.

Sincerely,

Megan B. Martell

Megan B. Martell
Legal Secretary

/mbm
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of section 607.0502 *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.

- 1a. The name of the corporation is: **Central Florida Lincoln Mercury, Inc.**
- 1b. The mailing address of the corporation is:
Post Office Box 547219, Orlando, Florida 32854
- 1c. Date of Incorporation: **October 25, 1993**
Document number: **P93000073898**
2. The name and street address of the current registered agent and office:

**R. Bruce Deardoff
509 East NASA Blvd.
Melbourne, Florida 32901**

3. The name and address of the new registered agent and office:

**Markey & Fowler, P.A.
410 W. Merritt Avenue
Merritt Island, Fl 32953**

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.

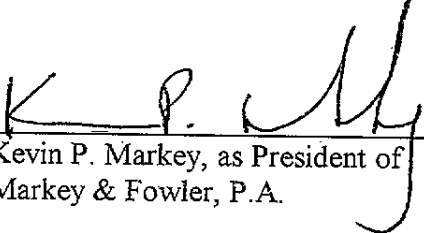


R. Bruce Deardoff, as President

3/27/99
(Date)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, the undersigned, on behalf of the newly designated registered agent hereby accepts the appointment as registered agent and agrees to act in this capacity. The registered agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and it is familiar with and accepts the obligations of the position as registered agent.


Kevin P. Markey, as President of
Markey & Fowler, P.A.

4/1/99
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314