

P9700006324
 Corp's Name

Joanne D., Schwartz, Paralegal
 America II Group, Inc.
 Legal Department
 2550 - 118th Ave. N.
 St. Petersburg, FL 33716

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Office Use Only

BER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 97 AUG -4 AM 11:09
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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 CR6
 8-13*

Examiner's Initials

Florida Department of State, Jim Smith, Secretary of State

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.

1a. The name of the corporation is: AMERICA II ENTERPRISES, INC.

1b. The mailing address of the corporation is: c/o D. Michael Pointer, II, 2550 - 118th Avenue North, St. Petersburg, FL 33716

1c. Date of incorporation: 1/16/97 Document number: P97000006324

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

Ann E. Pointer
13535 Feather Sound Drive, Suite 327
Clearwater, FL 34622

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

D. Michael Pointer, II
2550 - 118th Avenue North
St. Petersburg, FL 33716

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SECRETARY OF STATE
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 D. Michael Pointer, II]
(Signature of an officer, chairman or vice chairman of the board)

August 1, 1997
(Date)

D. Michael Pointer, II, Secretary
(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 D. Michael Pointer, II]
(Signature of Registered Agent)

August 1, 1997
(Date)