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May 20, 1997

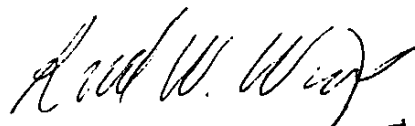
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Warren Wooten Ford, Inc.

900002189859--9
-05/23/97--01070--005
*****35.00 *****35.00

Enclosed please find original Statement of Change of Registered Office or
Registered Agent or Both for Corporations, together with a check in the amount of
\$35.00 for the filing fee.

Very truly yours,



Leland W. Wooten, Jr.

LWW,Jr/cf
Enc.

WWFord\Secretary.Sta

FILED
97 MAY 23 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A.
LFT
6-3-97

FILED

97 MAY 23 PM 12: 30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of section 607.0502 or 607.1508, 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: WARREN WOOTEN FORD, INC.
- 1a. Date of incorporation: December 18, 1924 Document number 014843(7)
2. The name and address of the current registered agent and office:
FRANK DANIEL WOOTEN, 704 NICKLAUS DR., MELBOURNE, FL 32940
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)
FRANK DANIEL WOOTEN, 1360 WEST KING STREET, COCOA, FL 32922

The street address of its registered agent 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 Frank Daniel Wooten
FRANK DANIEL WOOTEN
President
DATE: May 21st, 1997

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, SECTION 607.0505, FLORIDA STATUTES.

SIGNATURE Frank Daniel Wooten
FRANK DANIEL WOOTEN
Registered Agent
DATE May 21st, 1997