

HOLLANDER & BARTELSTONE
A PROFESSIONAL ASSOCIATION

August 19, 1999

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TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-1807

HOWARD J. HOLLANDER, P.A.
TED H. BARTELSTONE

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32311

TELEPHONE (305) 358-4633
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FILED
AUG 24 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Carl Matusek, Inc.
Document No. 288857

Dear Sir or Madam:

Enclosed please find a completely executed Statement of Change of Registered Office or Registered Agent or Both for Corporations relative to the above-mentioned corporation.

As stated, this will change both the current registered agent and office of:

John Matusek
8536 N.W. 66th Street
Miami, Florida 33166

to:

Ted H. Bartelstone, Esq.
2 South Biscayne Boulevard
Suite 3570
Miami, Florida 33131

500002967515-9
-08/24/99-01007-002
*****35.00 *****35.00

Also enclosed is Carl Matusek, Inc.'s check No. 1734 in the amount of \$35.00 representing your fee for this filing.

Should you have any questions, or need any additional information, please do not hesitate to contact this office.

Yours very truly,

HOLLANDER & BARTELSTONE, P.A.

Lois B. Weinstock

Lois B. Weinstock, Legal Assistant to
TED H. BARTELSTONE, ESQ.

THB:lbw

Enclosures

cc: Carl Matusek, Inc.

lbw-C:\WP51\MATUSEK\LEASE\CORPORAT.LTR

*all paid
8/26*

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 is: CARL MATUSEK, INC.

2. The mailing address of the corporation is: PO BOX 521243
MIAMI, FL 33152-6243

3. Date of incorporation/qualification: 1/18/65 Document number: 288857

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

JOHN MATUSEK
8536 NW 66 STREET
MIAMI, FL 33166

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

TED BARTELSTONE
2 S. BISCAYNE BLVD, SUITE 3570
MIAMI, FL 33131

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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)

7/30/99
(Date)

JOHN C. MATUSEK President
(Printed or typed name and title)

7/30/99
(Date)

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)

8/16/99
(Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)