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Sivyer Barlow & Watson, P.A.

ATTORNEYS AT LAW

SENDER'S EMAIL:

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WACHOVIA CENTER 100 South Ashley Drive SUITE 2150 Tampa, FL 33602 (813) 221-4242 Fax: (813) 227-8598 www.sbwlegal.com

February 16, 2006

Amendment Section Division of Corporations PO Box 6327 Tallahassee, FL 32314

Re:

Change of Registered Agent to Marcobay entities

Dear Sir or Madam:

Enclosed please find completed cover letter and statement of change of registered office or registered agent or both for corporations submitted for each of the following entities: Marcobay Construction, Inc., Marcobay Properties, Inc., Marcobay Holdings, Inc., and Marcobay, Inc. I am also enclosing our check in the amount of \$140.00 as filing fees for processing all amendments.

Thank you for your prompt assistance in this matter. If you have any questions, please do not hesitate to contact me.

Sincerely,

Mahlon H. Barlow

Enclosures

COVER LETTER

TO:	Amendment Section Division of Corporations	
SUBJ	TECT: Marcobay Construction, Inc.	orporation)
DOC	ument number: 447272	
The e	nclosed Statement of Change of Registered Office	/Agent and fee are submitted for filing.
Please	e return all correspondence concerning this matter	to the following:
	Mahlon H. Barlow, Esq. (Name of Con	tact Person)
	Sivyer Barlow & Watson, P (Firm/Con	.A. mpany)
	100 S. Ashley Drive, Suite 2	2150 ess)
	Tampa, FL 33602 (City/State and	d Zip Code)
For fu	orther information concerning this matter, please ca	all:
Mah	Ion H. Barlow, Esq. (Name of Contact Person)	at (813) 221-4242 (Area Code & Daytime Telephone Number)
Enclo	sed is a \$35.00 check made payable to the Departr	ment of State.
	Mailing Address: Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street Address: Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

TO:

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

Pursuant to the provisions of sections 607.0502, 617.0502 statement of change is submitted for a corporation organi in order to change its registered office or register	zed under the laws of the State of Florida	
1. The name of the corporation: Marcobay Construct	ion, Inc.	
2. The principal office address: 116 S. Kentucky Aven		
3. The mailing address (if different): same as above		
4. Date of incorporation/qualification: 03/05/1974	Document number: 447272	
5. The name and street address of the current registered ag Florida Department of State:	ent and registered office on file with the	
Bayless, Howard		
116 S. Kentucky Avenue	LLAH/	Π
Lakeland, FL 33801	ASS	1
6. The name and street address of the new registered agent (if changed) and /or registered office (if changed): Mahlon H. Barlow, Esq., Sivver Barlow & Watson, P.A.		
Mahlon H. Barlow, Esq., Sivy	er Barlow & Watson, P.A.	
100 S. Ashley Drive, Suite 2	2150	
(P.O. Box NOT acceptable)		
Tampa, FL 33602		
The street address of its registered office and the street as changed will be identical.	address of the business office of its registered ag	ent,
Such change was authorized by resolution duly adopted authorized by the board, or the corporation has been not	by its board of directors or by an officer so lifted in writing of the change.	
(Signature of an efficer or director)	Howard Bayless, President (Printed or typed name and title)	_
I hereby accept the appointment as registered agent and I further agree to comply with the provisions of all statu of my duties, and I am familiar with and accept the oblidocument is being filed merely to reflect a change in the corporation has been notified in writing of this change.	f agree to act in this capacity. ttes relative to the proper and complete perform gation of my position as registered agent. Or, ij registered office address, I hereby confirm that	ance this the
Mel	January 30 , 2006	
(Signature of Registered Agent)	(Date)	
If signing on behalf of an entity:		
n/a		
(Typed or Printed Name) * * * FILING FE	E: \$35.00 * * *	

Make Checks payable to Florida Department of State Mail to: Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314 CR2E045 (8/05)