

492871

JOEL BERNSTEIN, ESQ., P.A.

11900 BISCAYNE BLVD., SUITE 604
MIAMI, FLORIDA 33181

TELEPHONE: 305.892.1122
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July 23, 1999.

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*****35.00 *****35.00

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

Re: Statement of Change of Registered Office or Registered Agent or Both for Corporation for
PCP, INC.

Greetings:

Enclosed please find the Statement of Change of Registered Office or Registered Agent or Both
for Corporation for the following:

PCP, INC.

Also, please find enclosed our check in the amount of \$35 to cover the fee.

A copy of the Statement along with a stamped self-addressed envelope is enclosed. Please return
a copy to us for our files.

Yours very truly,

JOEL BERNSTEIN

JB:jm
enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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208-7-26-99
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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, 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: PCP, INC.
2. The mailing address of the corporation is: 2155 Indian Road, West Palm Beach, FL 33409
3. Date of incorporation/qualification: 12/22/75 Document number: 492871
4. The name and address of the current registered agent and office:

John L. Burns

1400 Centrepark Blvd.

West Palm Beach, FL 33401

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

Joel Bernstein, Esq.

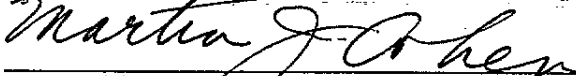
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Miami, FL 33181

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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 an officer, chairman or vice chairman of the board)

07/21/99

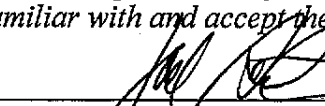
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(Date)

Martin J. Cohen, Senior Vice President, PCP, inc.

(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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature of Registered Agent)

7/23/99
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

*** * * FILING FEE: \$35.00 * * ***