

Trivest, Inc.

693331



2665 South Bayshore Drive, Suite 800
Miami, Florida 33133-5462
Telephone (305) 858-2200
Facsimile (305) 285-0102
Web site: www.trivest.com

Writer's direct access:

Telephone: (305) 858-2200 Ext. 38

Facsimile: (305) 858-1629

E-mail: mdkuffner@trivest.com

May 10, 2001

VIA OVERNIGHT DELIVERY

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100004212371--0
-05/11/01--01105--009
*****35.00 *****35.00

**Re: The Woodsmiths Company - Document #693331
Change of Registered Agent Form**

To Whom It May Concern:

Enclosed please find the Statement of Change of Registered Office or Registered Agent or Both for Corporations for the above referenced corporation. Also enclosed is a check, payable to the Florida Secretary of State in the amount of \$35.00 in payment of the filing fees.

Please send the filed copy to my attention in the enclosed envelope.

If you have any questions, please do not hesitate to contact me.

Thank you for your prompt attention to this matter.

Very truly yours,

Marilyn D. Kuffner
Secretary

/mdk
Enclosures

RA Chg.

V. SHEPARD MAY 18 2001

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 : The Woodsmiths Company

2. The mailing address of the corporation : c/o Trivest, Inc.
2665 South Bayshore Drive Ste 800
Miami, Florida 33133

3. Date of incorporation/qualification: 7/1/81 Document number: 693331

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

~~Stephanie Taylor~~ Raynor E. Baldwin
2681 NE 4th Ave
Pompano Beach, Fl 33064

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

Maria C. Callejas
2665 South Bayshore Drive Ste 800
Miami, Florida 33133

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.

Marilyn D. Kuffner
(Signature of an officer, chairman or vice chairman of the board)

5/9/01
(Date)

Marilyn D. Kuffner, Assistant 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.

Maria C Callejas
(Signature of Registered Agent)

5-9-01
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 11 PM 6:35