

CT CORPORATION SYSTEM

822085

1201 Peachtree Street NE  
Atlanta, GA 30361  
Tel 404 888 7790  
Fax 404 888 6499

April 8, 1997

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Wright & Lopez of Florida, Inc. (FL)  
Wright & Lopez, Inc. (GA)  
Order #: 825915

Counsel:

800002141688--0  
-04/14/97--01029--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

As requested by counsel, we enclose for filing the Change of Agent on behalf of these corporations, together with funds in payment of the required fees. These documents should be filed immediately upon receipt.

Evidence of the filings should be returned to this office.

If you have any questions or if for any reason the filings cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-241-8922.

Very truly yours,

*Ingrid Rolke*

Ingrid Rolke  
Associate Customer Specialist

/ir

Enclosure(s)

**Special Instructions:**

1/14/97  
APR 14 1997  
APR 15 1997

Florida Department of State, Jim Smith, Secretary of State

**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 GA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Wright & Lopez, Inc.

1b. Date of incorporation November 18, 1968 Document number 822085

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

Prentice-Hall Corporation System, Inc.

1201 Hayes Street, Suite 105, Tallahassee, Florida 32301

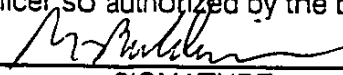
3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

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.

  
4-1-97  
SIGNATURE  
DATE

P.G. Baldwin Secretary  
Typed or printed name and title

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.

C T CORPORATION SYSTEM  
SIGNATURE BY: 

DATE 4/1/97 (Registered Agent)  
ALLAN FARNELL ASSISTANT SECRETARY

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

CR2E045 (7-91)

FILING FEE: \$35.00

(FLA. - 2194 - 3/4/92)