



THE UNITED STATES
CORPORATION
COMPANY

851645

ACCOUNT NO. : 072100000032

REFERENCE : 209339 5024449

AUTHORIZATION

COST LIMIT

Patricia Pigott
\$ 35.00

ORDER DATE : January 3, 1997

ORDER TIME : 9:57 AM

ORDER NO. : 209339-080

CUSTOMER NO: 5024449

2000032050512--7

CUSTOMER: Asst Vice Pres Eileen Bannon
Lehman Brothers
3 World Financial Center
200 Vesey Street, 24th Floor
New York, NY 10285

CHANGE OF AGENT

NAME: SOUTHERN TIMBER RESOURCES
CORP.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY

CONTACT PERSON: Thelmon Washington

FILED
RECEIVED
97 JAN -8 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AH 10:43

PA Chang
1-8-97
DC

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 DELAWARE 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: _____
SOUTHERN TIMBER RESOURCES CORP.

1b. Date of incorporation / _____ Document number _____
qualification

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

C T CORPORATION SYSTEM 1200 SO. PINE ISLAND DRIVE
PLANTATION FL

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

The Prentice-Hall Corporation System, Inc.

1201 Hays Street Tallahassee, Florida 32301

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.

Eileen M. Bannon
SIGNATURE
DATE 12/30/96

EILEEN M. BANNON
ASST 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.

The Prentice-Hall Corporation System, Inc.
VICKI SCREIBER

SIGNATURE By: Vicki Screiber
DATE 1/6/97 (Registered Agent) ASST VICE PRESIDENT