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August 29, 2001

F00000005209

FILED
2001 AUG 29 PM 3:28
MAIL ADDRESS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

200004562642--9

-08/29/01-01072-009

*****840.00 *****35.00

To Whom It May Concern:

Enclosed for filing, please find **STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**, along with a check in the amount of **\$35.00** for the applicable filing fees for the following entity:

S.M.G. Development Corporation
Document Number: F00000005209

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Jill W. May

Jill W. May, Paralegal

/jwm
Enclosure

RECEIVED
01 AUG 29 PM 2:55
DIVISION OF CORPORATION

C. Coulliette AUG 29 2001



**CERTIFICATE OF CHANGE OF
REGISTERED AGENT/REGISTERED OFFICE
OF
S M G DEVELOPMENT CORPORATION**

Pursuant to the provisions of Section 607.0502, Florida Statutes, **S M G DEVELOPMENT CORPORATION**, a corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), hereby submits the following statement in designating a new Registered Office/Registered Agent, in the State of Florida:

1. The name of this corporation is:

S M G DEVELOPMENT CORPORATION

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

James Balletta
215 North Eola Drive
Orlando, Florida 32802

3. The name and address of the registered agent is to be changed to:

James Balletta
301 E. Pine Street, Suite 1400
Orlando, Florida 32801

4. The street address of the registered office of the corporation and the street address of the business office of its registered agent, as changed, will be identical.

5. That Samuel Ginsburg, as President of the Corporation has been authorized by resolution duly adopted by the board of directors to execute this Certificate of Change on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Change as of the 18th day of AUG 2001.

**S M G DEVELOPMENT
CORPORATION,**
a Florida corporation

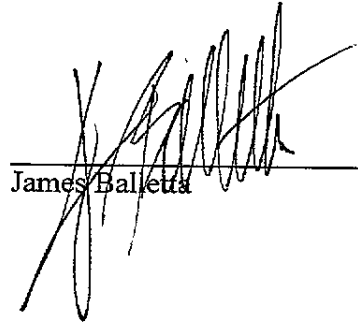
By: _____

Samuel Ginsburg, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of **S M G
DEVELOPMENT CORPORATION.**


James Balletta