F02000001095

CT CORPORATION

CORPORATION(S) NAME

(1) Pace Theatrical Group, Inc.

[redacted]

FILED
02 AUG -6 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

( ) Profit ( ) Nonprofit	( ) Amendment	( ) Merger
( ) Foreign	( ) Dissolution/Withdrawal ( ) Reinstatement	( ) Mark
( ) Limited Partnership ( ) LLC	( ) Annual Report ( ) Name Registration ( ) Fictitious Name	( ) Other (x) Change of RA ( ) UCC
( ) Certified Copy	( ) Photocopies	( ) CUS
( ) Call When Ready (x) Walk In ( ) Mail Out	( ) Call If Problem ( ) Will Wait	( ) After 4:30 (x) Pick Up

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TALLAHASSEE, FLORIDA

Name 8/6/02 Order#: 5275644
Availability ______
Document
Examiner ______
Updater ______
Verifier ______
W.P. Verifier ______

CB

Ref#: 300006924153--4
-08/07/02--01001--010
*****35.00 *****35.00

Amount: $ ______

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

C. Couillette AUG 06 2002

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

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TALLAHASSEE, FLORIDA

1. The name of the corporation : PACE Theatrical Group, Inc.

2. The mailing address of the corporation :

   220 West 42nd Street, New York, NY 10036

3. Date of incorporation/qualification: 03/01/2002 Document number: F02000001095

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

   Corporation Service Company

   1201 Hays Street

   Tallahassee, FL 32301-2525

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

   C T Corporation System

   c/o C T Corporation System, 1200 South Pine Island Road,

   Plantation, Florida 33324

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)

July 23, 2002
(Date)

Kirk Hood, 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.

C T Corporation System
By: Howard L. Volz
(Signature of Registered Agent)

July 23, 2002
(Date)

If signing on behalf of an entity:

Howard L. Volz
Asst. Secretary

(Typed or Printed Name) (Capacity)

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

CR2E045(9/00)

DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

FL006 - 09/17/01 C T System Online