

F 07132

SHEAR, NEWMAN, HAHN & ROSENKRANZ  
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ATTORNEYS AT LAW

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SCOTT P. DISTASIO<sup>5</sup>  
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<sup>2</sup>BOARD CERTIFIED CIVIL TRIAL LAWYER  
<sup>3</sup>BOARD CERTIFIED IN TAXATION  
<sup>4</sup>BOARD CERTIFIED REAL ESTATE LAWYER  
<sup>5</sup>CERTIFIED ARBITRATOR/MEDIATOR

August 31, 1999

State of Florida  
Department of State  
The Capitol, Division of Corporations  
Tallahassee, FL 32399-0250

VIA FEDERAL EXPRESS NO. #811295987413

Re: State of Change of Registered Agent  
Shear, Newman, Hahn & Rosenkranz, P.A.  
Document Number F07132  
Our File: 9125

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-09/01/99--01071--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Ladies and Gentlemen:

Enclosed are the following items in connection with the above:

- Statement of Change of Registered Agent;
- Copy of Action of the Directors by Written Consent in Lieu of Meeting regarding the Change of Registered Agent; and
- Filing Fee check in the amount of \$35.00.

Please file the Statement of Change of Registered Agent upon receipt of this transmittal and provide us with a receipt therefor in the enclosed self-addressed return envelope. Should you have any questions regarding the enclosed, please call me collect. Thank you.

Sincerely,

Christine L. Greene  
Legal Assistant #465561v1  
Enclosure (4)

cc: Jeffrey Drew Butt, Esquire (w/o encl.)

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99 SEP -1 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9/3/99  
re  
chg

**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 is: Shear, Newman, Hahn & Rosenkranz, P.A.
2. The mailing address of the corporation is: 201 E. Kennedy Blvd. Suite 1000, Tampa,  
FL 33602
3. Date of incorporation/qualification: 12/31/80 Document number: F07132
4. The name and address of the current registered agent and office:

Rodney W. Morgan  
Shear, Newman, Hahn & Rosenkranz, P.A.  
201 E. Kennedy Blvd. Suite 1000

Tampa, FL 33602

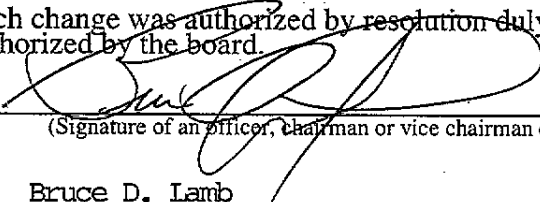
5. The name and address of the new registered agent and office: (P. O. Box **Not** Acceptable)

Jeffrey Drew Butt  
Shear, Newman, Hahn & Rosenkranz, P.A.  
201 E. Kennedy Blvd. Suite 1000

Tampa, FL 33602

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)

08/25/99

(Date)

Bruce D. Lamb

(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.

  
(Signature of Registered Agent)

08/25/99

(Date)

Jeffrey Drew Butt

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

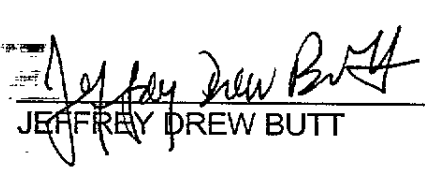
**\*\*\* FILING FEE: \$35.00 \*\*\***

**ACTION OF THE DIRECTORS  
BY WRITTEN CONSENT  
IN LIEU OF MEETING**

Pursuant to Section 607.0821, Florida Statutes, the undersigned, being the directors of Shear, Newman, Hahn & Rosenkranz, P.A., a Florida professional services corporation, (the "Corporation"), hereby consent to and approve the following resolutions by written consent and direct that this written consent to such action be filed with the minutes of the Corporation:

**RESOLVED**, that effective August 25, 1999 the Registered Agent of the Corporation be changed from Rodney W. Morgan to Jeffrey Drew Butt and that the Corporation file a Statement of Change of Registered Agent for the Corporation with the Secretary of State of Florida.

  
\_\_\_\_\_  
GLENN M. BURTON

  
\_\_\_\_\_  
JEFFREY DREW BUTT

  
\_\_\_\_\_  
BRUCE D. LAMB

#464686V1

**FILED**  
99 SEP - 1 PM 12: 19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA