

WALTER R. ROGERS, CPA
1923 - 1993
RONALD A. WOOD, CPA
JOHN R. HILL, CPA
SHELDON W. STARMAN, CPA
RONALD W. GUSTASON, CPA
THOMAS E. BOERIO, CPA

F08375



Rogers Wood Hill Starman & Gustason

PROFESSIONAL ASSOCIATION
Certified Public Accountants

December 8, 1999

Please reply to:
 Naples
 Marco Island

State of Florida
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

700003068437--0

-12/13/99-01135-001

*****35.00 *****35.00

CERTIFIED MAIL RECEIPT: Z 393 744 924

Re: H.S. Developments (Naples), Inc.
Zubcov Enterprises, Inc.

FILED
9 DEC 13 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

We enclose herewith for each of the above named corporations the following items:

- 1) An executed Statement of Change of Registered Office or Registered Agent;
- 2) Corporate check in the amount of \$35.00 and;
- 3) A Photocopy of last year's Annual report for your reference.

Please be advised that both the Registered Agent as well as the Address of the corporations has changed.

If you should need any additional items, please write or telephone the undersigned.

We request that you acknowledge receipt of these items by returning to the undersigned a signed or date-stamped copy of this letter.

Yours truly,

Sheldon Starman
Sheldon Starman, CPA

SS/sjd

RA Chg.

Enclosures

V. SHEPARD DEC 29 1999

cc: Harold Soupcoff

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: Zubcov Enterprises, Inc.

2. The mailing address of the corporation is: 4301 Gulf Shore Blvd., North
Unit 802, Naples, Florida 34103

3. Date of incorporation/qualification: 12/08/1980 Document number: F08375

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

Steven C. Dupre
200 Central Avenue
23rd Floor Barnett Tower
St. Petersburg, FL 33701

FILED
99 DEC 13 AM 10:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

Sheldon Starman
4099 Tamiami Trail North, Suite 400
Naples, Florida 34103

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.

Harold Soupcoff
(Signature of an officer, chairman or vice chairman of the board)

Dec 6 / 1999
(Date)

HAROLD SOUPCOFF
(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.

Sheldon Starman
(Signature of Registered Agent)

12/6/1999
(Date)

If signing on behalf of an entity:

Sheldon Starman

(Typed or Printed Name)

(Capacity)

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