



THE UNITED STATES
CORPORATION
COMPANY

F93000000057

ACCOUNT NO. : 072100000032

REFERENCE : 525897 4344517

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizitz

ORDER DATE : September 11, 1997

ORDER TIME : 11:03 AM

ORDER NO. : 525897-850

CUSTOMER NO: 4344517

CUSTOMER: Karen Joffrion, Corp Paralegal 600002308906--7
Centex Corporation
2728 North Harwood
Mailroom/no. 209
Dallas, TX 75201

CHANGE OF AGENT

NAME: 3333 DEVELOPMENT CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Andrew Cumper

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 OCT 11 PM 3:26

APPROVED
AND
FILED

97 OCT 11 PM 1:27

OK
F93000000057
RAC
10-1-97
GP

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

1a. The name of the corporation is: _____
3333 DEVELOPMENT CORPORATION

1b. Date of incorporation: 1-6-97 Document number _____

2. The name and address of the current registered agent and office:
C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE PLANTATION FL 33324

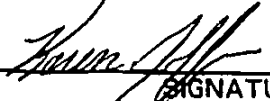
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

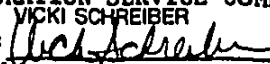
The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.


SIGNATURE
Sept. 25, 1997
DATE

Karen Joffrion, 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 COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY
SIGNATURE By: 
ASST VICE PRESIDENT
DATE 9-29-97

APPROVED
AND
FILED

97 OCT - 11 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA