

F94 000001474

WARREN & SINKLER, L.L.P.

G. DANA SINKLER
JOHN H. WARREN, III
HENRY B. FISHBURNE, JR. *
SCOTT Y. BARNES (SC & DC)
MARK S. SHARPE
ELIZABETH W. SETTLE
ANDREA H. DUENAS
HOLLY R. JENSEN

ATTORNEYS AT LAW
SUITE 340
171 CHURCH STREET
POST OFFICE BOX 1254
CHARLESTON, S.C. 29402
(843) 577-0660
LAW@WARREN-SINKLER.COM

* LEAVE OF ABSENCE

BDAVIS@WARREN-SINKLER.COM

December 21, 1999

FACSIMILE
(843) 577-6843

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Hawthorne Aviation, Inc.

100003078461--4
-12/22/99--01086--001
*****35.00 *****35.00

Dear Sir or Madam:

Please find enclosed duplicate originals of the Statement of Change of Registered Office or Registered Agent or Both for Corporation regarding Hawthorne Aviation, Inc. along with our firm's check in the amount of \$35.00 representing the filing fee for same. Please file the enclosed and return a clocked-in original to us in the enclosed self-addressed, stamped enveloped.

If you have any questions regarding this matter, please do not hesitate to contact us. Thank you for your assistance in this matter.

Yours very truly,

Elizabeth L. Davis
Elizabeth L. Davis
Paralegal/Office Manager

ELD:kmg
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 22 AM 11:24

R.A. + RO
LFT
1-6-2000

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 South Carolina 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: Hawthorne Aviation, Inc.
2. The mailing address of the corporation is: P.O. Box 61000
Charleston, South Carolina 29402
3. Date of incorporation/qualification: 03/23/1994 Document number: F94000001474
4. The name and address of the current registered agent and office:

Deanna L. Applebaum

11600 Aviation, Blvd., 11600 Bldg.

Palm Beach Gardens, Florida 33410

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

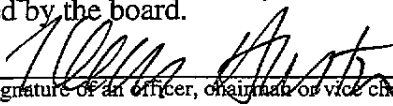
CT Corporation System

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)

12/16/99
(Date)

T. Dean Harton, President

(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.

DALE W. MORRIS

ASSISTANT VICE PRESIDENT


(Signature of Registered Agent)

12/20/99
(Date)

If signing on behalf of an entity:

CT Corporation System

(Typed or Printed Name)

(Capacity)

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