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**January 15, 2010**

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

RE: H&M BAY, INC.

Dear Sir/Madam:

For your information, the above company is qualified to do business in your state and we now enclose the necessary documents required to affect Change of Agent to National Corporate Research, Ltd.

In connection with this matter, we ask that you please have it filed in your office upon receipt and return the evidence to this office by means of the self-addressed envelope which we have enclosed for your convenience.

We also enclose our check made payable to your state in payment of filing fees.

Should you have any questions in regard to the above, please do not hesitate to give me a telephone call.

Sincerely,

Janine M. Bequette  
Senior Client Service Specialist

JMB  
ENCLOSURE  
REGULAR MAIL

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, this statement of change is submitted for a corporation organized under the laws of the State of Maryland in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: H & M Bay, Inc.

2. The principal office address: 1800 Industrial Park Drive Federalsburg MD 21632

3. The mailing address (if different):

4. Date of incorporation/qualification: 12/19/1995 Document number: F95000006325

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: C T Corporation System 1200 South Pine Island Road Plantation FL 33324

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed): National Corporate Research, Ltd., Inc. 515 East Park Avenue (P.O. Box NOT acceptable) Tallahassee Florida 32301

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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, or the corporation has been notified in writing of the change.

Signature of Alfred P. Naph, CFO (Signature of an officer or director)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Signature of Jennifer M. Bequette Asst. Sec (Signature of Registered Agent) 1/15/2010 (Date)

If signing on behalf of an entity: National Corporate Research, Ltd., Inc. (Typed or Printed Name)

\*\*\* FILING FEE: \$35.00 \*\*\* MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314