

F96000003599



ACCOUNT NO. : 072100000032

REFERENCE : 299667 4375356

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 35.00

FILED
99 JUL 21 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 7, 1999

ORDER TIME : 4:20 PM

ORDER NO. : 299667-015

700002937117--9

CUSTOMER NO: 4375356

CUSTOMER: Ms. Deborah Goldman-levi
Sfx Entertainment, Inc.
650 Madison Avenue
16th Floor
New York, NY 10022

CHANGE OF AGENT

NAME: SM/PACE, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

FILE 2ND

CONTACT PERSON: Tamara Odum

RECEIVED
99 JUL 21 AM 8:53
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

C. COULLIETTE JUL 21 1999

**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 TEXAS 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: SM/PACE, INC.
2. The mailing address of the corporation is: c/o SFX Entertainment, Inc. 650 Madison Avenue New York, NY 10022
3. Date of incorporation/qualification: JULY 17, 1996 Document number: _____
4. The name and address of the current registered agent and office:

KTG&S REGISTERED AGENT CORP

100 SE 2ND STREET, 29TH FLOOR

MIAMI, FL 33131

5. 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

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SECRETARY OF STATE

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.

Richard A. Lese
(Signature of an officer, chairman or vice chairman of the board)

7/13/99
(Date)

Richard A. Lese, Assistant Secretary
(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.

By: Tabatha Fiorelli 7/19/99
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Tabatha Fiorelli Asst VP
(Typed or Printed Name) (Capacity)

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