

F97000004632

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March 17, 1998

MAILING ADDRESS:
POST OFFICE BOX 876
JACKSONVILLE, FLORIDA 32201

Secretary of State
Division of Corporations
c/o Amendment Department
409 E. Gaines Street
Tallahassee, Florida 32311

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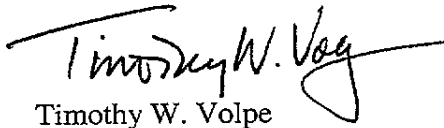
Re: Sunshine State Holding Corporation d/b/a Sunshine State Holding Corporation of Delaware

Dear Sirs:

Enclosed are: (i) the original Statement of Change of Registered Office or Registered Agent for Sunshine State Holding Corporation, and (ii) check no. 5077 in the amount of \$35.00 in payment of the filing fee.

Thank you for your assistance.

Very truly yours,


Timothy W. Volpe

FILED
98 MAR 18 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TWV:jam
By Federal Express
c: Mr. Bruce K. Howson (w/enclosure)

VS MAR 20 1998

RA Chg.

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 Delaware 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: Sunshine State Holding Corporation doing business in Florida as Sunshine State Holding Corporation of Delaware
2. The mailing address of the corporation is: 2110 Sawgrass Village Drive
Ponte Vedra Beach, Florida 32082
3. Date of incorporation/qualification: 9-4-97 Document number: F97000004632
4. The name and address of the current registered agent and office:

Smith Hulsey & Busey

1800 First Union Tower

Jacksonville, Florida 32202

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

Timothy W. Volpe c/o Volpe Bajalia & Wickes

121 W. Forsyth St., Ste 900

Jacksonville, Florida 32202

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.

Bruce K. Howson

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

2/26/98

(Date)

Bruce K. Howson, President

(Printed or typed name and title)

(Date)

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.

Timothy W. Volpe

(Signature of Registered Agent)

3/11/98

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

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TALLAHASSEE, FLORIDA