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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

CORPORATION(S) NAME

Fitzgerald Motors, Inc.

( ) Profit ( ) Nonprofit	( ) Amendment	( ) Merger
( ) Foreign	( ) Dissolution/Withdrawal ( ) Reinstatement	( ) Mark
( ) Limited Partnership ( ) LLC	( ) Annual Report ( ) Name Registration ( ) Fictitious Name	( ) Other (x) Change of RA ( ) UCC
( ) Certified Copy	( ) Photocopies	( ) CUS
( ) Call When Ready (x) Walk In ( ) Mail Out	( ) Call If Problem ( ) Will Wait	( ) After 4:30 (x) Pick Up

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G. COULLIETTE SEP 18 2000

Florida Department of State, Sandra B. Mortham, 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 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: Fitzgerald Motors, Inc.

2. The mailing address of the corporation is: 27365 US HIGHWAY 19 NORTH, ST. PETERSBURG, FL 33713

3. Date of incorporation/qualification: 9-25-97 Document number: F97000005033

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4. The name and address of the current registered agent and office:

DAVID A. BACON
2959 FIRST AVENUE NORTH
ST. PETERSBURG, FL 33713

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, FL 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) Sept. 12, 2000 (Date)

Michael Bentzen Asst Secretary
(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.

(Signature of Registered Agent) 09-12-2000 (Date)

Charles F. Shampang

If signing on behalf of an entity:

CHARLES F. SHAMPANG
ASSISTANT SECRETARY

(Typed or Printed Name) (Capacity)

CR2E045(4/95) **FILING FEE: $35.00**

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