



F 980000007015

ACCOUNT NO. : 072100000032

REFERENCE : 751823 5013980

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 35.00

FILED
02 SEP 24 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 19, 2002

ORDER TIME : 4:18 PM

ORDER NO. : 751823-030

CUSTOMER NO: 5013980

900007995869--1

CUSTOMER: Ms. Karen Crowe
Carlin Equities Corp.
1270 Avenue Of The Americas
12th Floor
New York, NY 10022

CHANGE OF AGENT

NAME: CARLIN EQUITIES CORP.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

RECEIVED
02 SEP 24 PM 4:48
TALLAHASSEE, FLORIDA

C. Coulliette SEP 24 2002

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 New York 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 : CARLIN EQUITIES CORP.

2. The mailing address of the corporation : 1270 Avenue of the Americas, 12th Floor

New York, NY 10020

3. Date of incorporation/qualification: 12/24/1998 Document number: F9000007015

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

Sharon Delgreco

5550 Glades Road, Suite 200

Boca Raton, FL 33431

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

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

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)

(Date) _____

Janet Gentry, Vice 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.

(Signature of Registered Agent)

(Date)

,2002

If signing on behalf of an entity:

Carol K. Dolor

(Typed or Printed Name)

Asst. Vice President

(Capacity)

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