

F 990000000443



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00 SEP 28 PM 1:05

ACCOUNT NO. : 072108500032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 842160 . 7212030

AUTHORIZATION

Patricia Pappas

COST LIMIT : \$ 35.00

ORDER DATE : September 25, 2000

ORDER TIME : 11:39 AM

ORDER NO. : 842160-090

500003407925--6

CUSTOMER NO: 7212030

CUSTOMER: Deborah A. Zelei, Legal Asst
Cedarwood Development, Inc.
1765 Merriman Road

Akron, OH 44313

CHANGE OF AGENT

NAME: OM CRYSTAL RIVER CAPITAL CORP.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

G. COULLIETTE SEP 28 2000

CONTACT PERSON: Jeanine Reynolds

EXT 1133

RECEIVED
00 SEP 28 PM 12:12
DIVISION OF CORPORATION

**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 Ohio 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: OM CRYSTAL RIVER CAPITAL CORP.
2. The mailing address of the corporation is: 1765 Merriman Rd., Akron, OH 44313
3. Date of incorporation/qualification: January 22, 1999 Document number: F99000000443
4. The name and address of the current registered agent and office:

UCC Filing & Search Services, Inc.

526 E. Park Ave.

Tallahassee, FL 32301

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

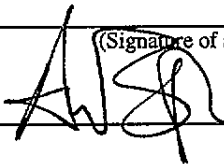
Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

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.

 9-20-00
(Signature of an officer, chairman or vice chairman of the board) (Date)
Alan W. Sponseller, Authorized Representative
(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:  September 27, 2000
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Carol K. Dolor, Asst. Vice President
(Typed or Printed Name) (Capacity)

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