



K38340

ACCOUNT NO. : 072100000032

REFERENCE : 393184 7108850

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
01 NOV 13 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 12, 2001

ORDER TIME : 2:13 PM

ORDER NO. : 393184-005

CUSTOMER NO: 7108850

CUSTOMER: Ms. Leigh Bryars
Stanford Financial Group Co.
5050 Westheimer
Stanford Financial Group Bldg.
Houston, TX 77056

800004677608--6

CHANGE OF AGENT

NAME: COCOFAIR, INC.

RECEIVED
01 NOV 13 PM 3:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

C. Coulliette NOV 13 2001

CONTACT PERSON: Angie Glisar -- EXT# 1124

EXAMINER: _____

**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 Florida 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 : Cocofair, Inc.

2. The mailing address of the corporation : % Stanford Financial Group, 201 S. Biscayne Blvd.,
12th Floor, Miami, FL 33131

3. Date of incorporation/qualification: 10/12/88 Document number: K38340

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

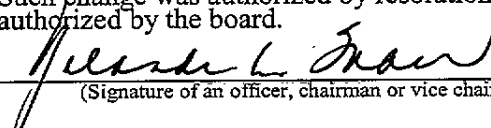
Corpdirect Agents
103 N. Meridian Street, Lower Level
Tallahassee, FL 32315

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)

11-6-01
(Date)

YOLANDA M. SUAREZ, 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)

11-13-01
(Date)

If signing on behalf of an entity:

Deborah D. Skipper
Asst. Secretary

(Typed or Printed Name)

(Capacity)

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