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KEITH J. KANOUSE, P. A.

ATTORNEY AND COUNSELOR AT LAW  
LAKE WYMAN PLAZA • SUITE 353  
2424 NORTH FEDERAL HIGHWAY  
BOCA RATON, FLORIDA 33431

L37397

KEITH J. KANOUSE

MARILYN SCHAPPERT, CLA  
CERTIFIED LEGAL ASSISTANT

TELEPHONE (561) 392-0001  
FAX (561) 750-1282

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April 4, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Rae Investors, Inc.

Ladies/Gentlemen:

Enclosed please find the original Statement of Change of Registered Office Or Registered Agent, Or Both along with our firm's trust account check in the amount of \$35 representing the filing fee. Also enclosed please find a self-addressed stamped envelope for evidence of filing.

If you have any questions, please do not hesitate to contact me.

Sincerely,

*Marilyn Schappert, CLA*

Marilyn Schappert, CLA  
Certified Legal Assistant

Enclosures

cc: Keith J. Kanouse, Esquire  
Rae Investors, Inc.

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R.A Chg.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**STATEMENT OF CHANGE OF REGISTERED OFFICE**  
**OR REGISTERED AGENT, OR BOTH**

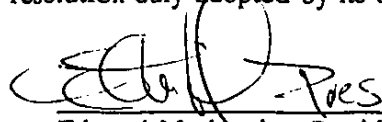
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.0501 and 607.0502, 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 is Rae Investors, Inc..
2. The address, including street and number, of its present registered office as shown in the records of the Department of State of the State of Florida prior to filing this statement is 12020 N.W. 2nd Drive, Coral Springs, Florida 33071.
3. The address, including street and number, to which its registered office is to be changed is 2424 N. Federal Highway, Suite 353, Boca Raton, FL 33431.
4. The name of its present registered agent, as shown in the records of the Department of State of the State of Florida, prior to the filing of this statement is Edward Markowitz.
5. The name of the new registered agent is Keith J. Kanouse.

The new agent's written consent is set forth below.

6. The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.
7. Such change was authorized by resolution duly adopted by its board of directors.



Edward Markowitz, President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.



Keith J. Kanouse