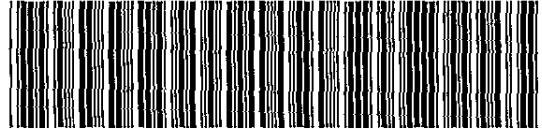


M82710

(Requestor's Name)

(Address)



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Aero Aire Corporation

2650 Enterprise Road • Clearwater, Florida 33763 USA



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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 : Aero Aire Corporation

2. The mailing address of the corporation : 2650 Enterprise Road Clearwater,
Florida 33763

3. Date of incorporation/qualification: 5-23-88 Document number: M82710

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

Johnson, Blakely, Pope, Boker, Ruppel & Burns P.A. (Bruce H. Boker,
911 Chestnut Street
Clearwater Florida 33757

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

Mr Michael F. Glass
2650 Enterprise Road
Clearwater, FL 33763

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 its officer so authorized by the board.

Michael F. Glass
(Signature of an officer, chairman or vice chairman of the board)

Jan. 22, 2003
(Date)

Michael F. Glass 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.

Michael F. Glass
(Signature of Registered Agent)

Jan 22, 2003
(Date)

If signing on behalf of an entity:

Michael F. Glass
(Typed or Printed Name)

President
(Capacity)

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