



M99342

ACCOUNT NO. : 072100000032

REFERENCE : 100600 4375356

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Puyot*

ORDER DATE : January 14, 1999

ORDER TIME : 9:43 AM

ORDER NO. : 100600

CUSTOMER NO: 4375356

*RA  
Change*

000002745590--E

CUSTOMER: Mr. Chris W. Gilbert  
Sfx Entertainment, Inc.  
650 Madison Avenue  
16th Floor  
New York, NY 10022

CHANGE OF AGENT

NAME: PTG-FLORIDA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX            PLAIN STAMPED COPY

CONTACT PERSON: Robert Maxwell

FILED  
99 JAN 19 PM 12:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 JAN 19 AM 9:54  
DIVISION OF CORPORATION

*Bob  
1/19/99*

Florida Department of State, Sandra B. Mortham, Secretary of State

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

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 is: PTG-FLORIDA, INC.

2. The mailing address of the corporation is: 100 S. BISCAYNE BLVD., SUITE 1200 MIAMI, FL 33133-2095

3. Date of incorporation/qualification: SEPTEMBER 20, 1988 Document number: M99342

4. The name and address of the current registered agent and office: DEBRA WESQ GOODSTONE, C/O ZACK, HANZMAN, PONCE & TUCKER 100 S.E. 2ND STREET SUITE 2800 MIAMI, FL 33131

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable) Corporation Service Company 1201 Hays Street Tallahassee, FL 32301

FILED 99 JAN 19 PM 12:38 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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] 1/4/99 (Signature of an officer, chairman or vice chairman of the board) (Date)

Richard A. Liese Assistant Secretary 1/4/99 (Printed or typed name and title) (Date)

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] 1-15-1999 (Signature of Registered Agent) (Date)

If signing on behalf of an entity: DOREEN S. HAEJELID ASSISTANT VICE PRESIDENT (Typed or Printed Name) (Capacity)