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July 31, 2001

◊BOARD CERTIFIED (CIVIL LITIGATION)
◊BOARD CERTIFIED (BUSINESS LITIGATION)

Secretary of State
Division of Corporations
Bureau of Corporate Records
409 E. Gaines Street
Tallahassee, FL 32301

400004519884--9
-08/06/01--01117--017
*****35.00 *****35.00

Re: Central Florida Internet Cooperative, Inc.

Gentlemen:

Enclosed is an Statement of Change of Registered Office or Registered Agent or Both for Corporations for the referenced entity. A check in the amount of \$35.00 is enclosed as the filing fee.

Please call my office if you have any questions. Thank you for your assistance.

Very truly yours,

GRAHAM, BUILDER, JONES, PRATT & MARKS, LLP

Valerie Jahn Grandin
Valerie Jahn Grandin

VJG/vdm
Enclosures

FILED
AUG -6 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Change

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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 : Central Florida Internet Cooperative, Inc.
2. The mailing address of the corporation : 11869 High Tech Avenue, Orlando, FL 32817
3. Date of incorporation/qualification: 10/2/2000 Document number: N00000006523
4. The name and address of the current registered agent and office:

Scott D. Clark

369 N. New York Avenue, 3rd Floor

Winter Park, FL 32789

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

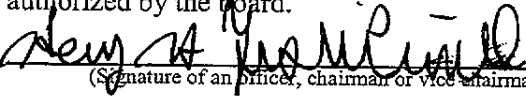
Howard S. Marks

369 N. New York Avenue, 3rd Floor

Winter Park, FL 32789

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)

2/1/01

(Date)

Henry H. Fishkind, President/Director

(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)

2/1/01

(Date)

Howard S. Marks

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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