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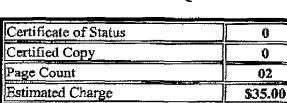
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From:

: COBB & COLE Account Name Account Number : 120030000050 Phone : (386)255-1811 Fax Number : (386)238-7003

REGISTERED AGENT CHANGE

COMMUNITY THRIFT BOUTIQUE BY THE SEA, INC.



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Sept By: COBB & COLE;

Charter No.: N04000000473 Date Filed: January 15, 2004

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Section 617.0502, 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 and registered agent in the State of Florida.

The name and principal and mailing address of the corporation is: 1.

> Community Thrift Boutique By The Sca, Inc. 1546 Ocean Shore Blvd. Ormond Beach, FL 32176

2. The name and address of its present registered agent is:

> Katherine M. Haroutunian 1550 Ocean Shore Blvd. Ormond Beach, FL 32176

3. The name and street address to which its registered agent is to be changed is:

> Palmetto Charter Services, Inc. 150 Magnolia Ave. Daytona Beach, FL 32114

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors, or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Signature:

By: Marie Sciacca Its: President

Date: June 30,2004

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HAVINGBEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. 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.

PALMETTO CHARTER SERVICES, INC., a Florida corporation

By: Som AFERTUSON	
By: Som AFETTON Its: Vice President	
Date:	