

N98000000256

PAULA G. DRUMMOND, P.A.

A Professional Corporation for the Practice of Law
120 South Alcaniz Street
Pensacola, Florida 32501

Paula G. Drummond
Attorney and Counsellor at Law

850-432-7555
850-434-6440 (fax)

August 11, 1998,

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: The Florence Project, Inc.
Document # N98000000256

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-01/27/99--01007--004
*****35.00 *****35.00

Division of Corporations:

Enclosed for filing is the Statement of Change which revises the registered office address and name of registered agent for the above corporation. Also enclosed is a check in the amount of \$35 in payment of the fee for filing the document.

Please contact me if additional information is needed. Thank you for your assistance.

Very truly yours,


Paula G. Drummond

PGD:wp

*RM change
2-1-99
DTS*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

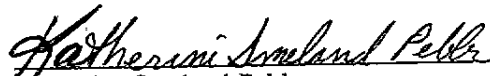
STATEMENT OF CHANGE

The Florence Project, Inc., a Florida Not for Profit Corporation, hereby files this Statement of Change pursuant to §617.0502, Fla. Stat., and states as follows:

1. The name of the Corporation is The Florence Project, Inc. and the corporation's document number is N98000000256.
2. The Street Address of the current registered office is 1511 E. Brainerd St., Pensacola, FL 32503. This registered office address designation has been revoked and should be changed to: c/o Paula G. Drummond, P.A., 120 S. Alcaniz Street, Pensacola, FL 32501.
3. The name of the Current Registered Agent is Melissa Franklin. The corporation has revoked this designation and by this Statement states that the new Registered Agent is changed to: Paula G. Drummond, Esq., Paula G. Drummond, P.A., 120 S. Alcaniz Street, Pensacola, FL 32501. The consent of this new registered agent is attached.
4. The above changes were authorized by resolution duly adopted by the Board of Directors of the corporation adopted on August 2, 1998. This same resolution authorizes the President, Katherine Smeland-Pebler to execute this Statement of Change on behalf of the Corporation.
5. These changes are to take effect immediately upon filing with the Secretary of State, Division of Corporations.

Executed on behalf of the Corporation by its duly authorized undersigned officer on this 19th day of August, 1998.

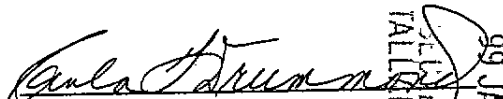
(Seal)


Katherine Smeland-Pebler
President

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of The Florence Project, Inc. and acknowledges that she is familiar with and accepts the obligations provided for in §617.0503, Florida Statutes.

DATED this 11th day of August, 1998


Paula G. Drummond
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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