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Division of Corporations

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REGISTERED AGENT CHANGE

PANAMA CITY BEACH CONVENTION AND VISITORS BUREAU, IN

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7 1999

PANAMA CITY BEACH CONVENTION AND VISITORS BUREAU, INC.
12015 FRONT BEACH RD
PANAMA CITY BEACH, FL 32417

SUBJECT: PANAMA CITY BEACH CONVENTION AND VISITORS BUREAU, INC.
REF: N98000001843

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

✓ The current name of the entity is as referenced above. Please correct your document accordingly.

✓ The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

✓ The name and title of the person signing the document must be noted beneath or opposite the signature.

✓ Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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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 is: Panama City Beach Convention and Visitors Bureau, Inc.

2. The mailing address of the corporation is: P.O. Box 9473

Panama City Beach FL 32417

3. Date of incorporation/qualification: March 30, 1998 Document number: N98000001843

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

S. Daniel Stark, Jr.

12015 Front Beach Road

Panama City Beach FL 32407

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

Robert M. Hopper

12015 FRONT BEACH RD

PANAMA CITY BEACH, FL 32407

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.

Reggie B. Lancaster
(Signature of an officer, chairman or vice chairman of the board)

6-14-99
(Date)

Reggie B. Lancaster, Chairman
(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.

Robert M. Hopper
(Signature of Registered Agent)

MAY 26, 1999
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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ACTION BY UNANIMOUS CONSENT IN WRITING
BY THE BOARD OF DIRECTORS OF
PANAMA CITY BEACH CONVENTION AND VISITORS BUREAU, INC.

RESOLUTION REGARDING TERMINATION

RESOLVED, as follows:

1. That the termination of S. Daniel Stark as an officer and registered agent of this corporation is hereby effective as of May 13, 1999.

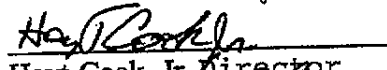
2. That Robert M. Hopper is hereby elected as Acting President/CEO and Registered Agent of this corporation effective May 13, 1999, and to serve in such capacities until further action by the Board of Directors.

3. That the proper officers of the corporation shall take all acts that may be necessary in order to effectuate the foregoing resolutions.

Dated this 26 day of MAY, 1999.

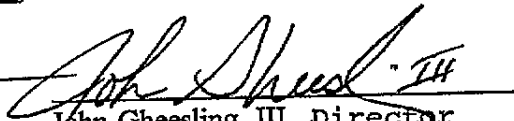

Reggie Lancaster, Director

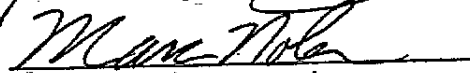

Philip Griffiths, Director

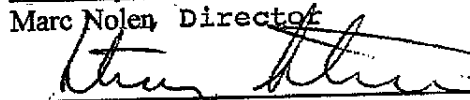

Hoyt Cook, Jr., Director

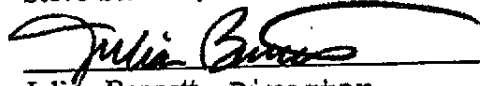

Theo Patronis, Director


Russ Smith, Director


John Gheesling, III, Director


Marc Nolen, Director


Steve Stevens, Director


Julian Bennett, Director

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Douglas J. Sale
P.O. Drawer 1579
Panama City FL 32402
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FL Bar No. 220991