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May 11, 2000

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

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-05/15/00--01150--022
*****35.00 *****35.00

Dear Sirs:

I enclose herewith a Statement of Change of Registered Agent or Registered Office for each of the following entities, together with corresponding checks for the same:

1. Royal Palm Center Associates, Ltd.
2. Tower Center Associates, Ltd.
3. Pine Ridge Associates, Ltd.
4. Pine Ridge Associates II, Ltd.
5. Fisherman's Landing Associates, Ltd.
6. DuBow Family Foundation, Inc.
7. Cypress Cove at Pelican Bay, Inc.
8. St. Johns Veterinary Clinic, Inc.
9. Silver's Bar & Package Store, Inc.
10. Laine Homes, Inc.
11. RanJoy Enterprise, Inc.
12. Acon Construction Co., Inc.
13. J.V.C. Security Consultants, Inc.
14. Butensky & Cohen Properties, Ltd.
15. Butensky & Cohen Financial Security, Inc.
16. Butensky & Cohen, Inc.
17. PanMasters, Inc.
18. Jacksonville Critical Care Associates, P.A.
19. Integrated Web Solutions, Inc.
20. Digital Transformations Technologies, Inc.
21. Mustang Imaging, Inc.
22. Lucid Media, Inc.
23. S.W. Imaging, L.L.C.

FILED
00 MAY 15 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,

Ansbacher & Schneider, P.A.


Michael N. Schneider

MNS/lj
Encl.
00-112.32

RECEIVED MAY 24 2000

BELFORT ROAD SOUTH PROFESSIONAL PARK
5150 BELFORT ROAD, BUILDING 100, JACKSONVILLE, FLORIDA 32256

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: Lucid Media, Inc.

2. The mailing address of the corporation is: P. O. Box 551260
Jacksonville, FL 32255

3. Date of incorporation/qualification: 1/11/2000 Document number: P00000003100

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

Lawrence V. Ansbacher

100 National Financial Building

4215 Southpoint Boulevard, Jacksonville, FL 32216

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

Lawrence V. Ansbacher

5150 Belfort Road, Building 100.

Jacksonville, FL 32256

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)

(Date)

Stephen E. Langham, President

(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)

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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