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March 21, 2001

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

RE: Marktell II, Inc.
Our File No. 2688.02

700003910107--9
-03/26/01--01130--025
*****35.00 *****35.00

Dear Sir/Madam:

We are enclosing Form CR2E/045(9/00) (Statement of Change of Registered Office), in duplicate, for filing in your office. Our check in the amount of \$35 is also enclosed to cover the filing fee. To verify this filing, please return a file-stamped copy of the Statement to us in the self-addressed, stamped envelope provided.

If you have any comments or concerns regarding this filing, please call me at 913-648-7272. Thank you for your assistance in this matter.

Very truly yours,

HOLMAN HANSEN COLVILLE & COATES, P.C.

Joanne Jacobs

Joanne W. Jacobs
Paralegal

jwj
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAR 26 PM 2:09

R. A. Change
HFT 3-30-2001

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 : MARKTEL II, INC.

2. The mailing address of the corporation : 11700 Pennsylvania Ave.
Kansas City, MO 64114

3. Date of incorporation/qualification: 03/27/2000 Document number: P00000035175

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

Krupinsky, Jack
1428 Jumana Loop
Apollo Beach, FL 33572

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

James W. Clayton
1239 Oceanshore Blvd., 2C3
Ormond Beach, FL 32176

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.

Joanne W. Jacobs
(Signature of an officer, chairman or vice chairman of the board)

02/24/01
(Date)

Joanne W. Jacobs, 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.

James W. Clayton
(Signature of Registered Agent)
James W. Clayton, Individually
(Date) March 5, 2001

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

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

FILED STATE
SECRETARY OF CORPORATIONS
01 MAR 26 PM 2:10