

LAW OFFICES OF

KIMPTON, BURKE, WHITE & HEIDEN, P.A.

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June 16, 2000

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

RE: Imagine That Novelties, Inc.
Our File No. 11,393.04.6.000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 19 PM 2:10

Gentlemen:

Enclosed is Statement of Change of Registered Office or Registered Agent or Both for Corporations for the captioned corporation. Please file the same in the records of your office.

Please date stamp the duplicate copy enclosed with the filing information and return in the self-addressed, stamped envelope also enclosed.

Further enclosed is our check in the amount of \$35 covering your filing fees.

Sincerely,

KIMPTON, BURKE, WHITE & HEIDEN, P.A.



Robert C. Burke, Jr.

RCB/cg
Enclosures

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-06/19/00--01108--002
*****35.00 *****35.00

RA Chg.

V. SHEPARD JUN 26 2000

**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.

1a. The name of the corporation is: **IMAGINE THAT NOVELTIES, INC.**

1b. The mailing address of the corporation is: **4699 Continental Drive, #142, Holiday, FL 34690**

1c. Date of incorporation: **May 26, 2000** Document number: **P00000051984**

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

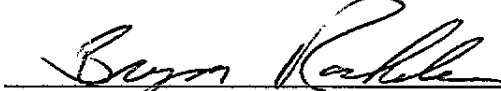
**Robert C. Burke, Jr.
28059 U. S. Highway 19 North, Suite 100
Clearwater, Florida 33761**

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

**Bryan Rocheleau
4699 Continental Drive #142
Holiday, Florida 34690**

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)

June 15, 2000.

(Date)

BRYAN ROCHELEAU

(Printed or typed named and title)

Having being 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)

June 15, 2000

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

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