

P000001/2032

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January 10, 2002

Via Federal Express

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**Re: Change of Registered Agent Forms
Our File No. 02699-11853**

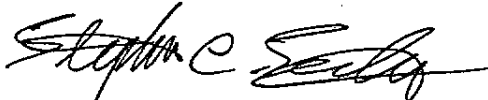
000004769610--9
-01/11/02--01050--020
****285.00 *****35.00

Gentlemen:

Enclosed please find Statement of Change of Registered Agent Forms which we would like to file with the Florida Department of State. A check in the amount of \$285.00 is enclosed as the filing fee for each of these documents. We would appreciate it if you would provide us with evidence of the filings once that has occurred.

Thank you for your attention to this matter, and should you have any questions, please contact me.

Sincerely,


Stephen C. Sexton, Paralegal

FILED
02 JAN 11 AM 9:26
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

SCS/las

Enclosures

cc: Jennifer Aultman (via fax; w/ encl.)

BA/RO PS 1/17/02

**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 : HEI Ventures, Inc.

2. The mailing address of the corporation : 15009 North Florida Avenue, No. 408,
Tampa, FL 33613

3. Date of incorporation/qualification: 12/6/00 Document number: P00000112032

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

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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

Edward Midyett
15438 North Florida Avenue, Suite 102
Tampa, FL 33613

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.

Edward Midyett
(Signature of an officer, chairman or vice chairman of the board)

1-9-02
(Date)

Edward Midyett, 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.

Edward Midyett
(Signature of Registered Agent)

1-9-02
(Date)

If signing on behalf of an entity:

Edward Midyett

(Typed or Printed Name)

President

(Capacity)

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