

PATRICK C. BARTHET
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A PROFESSIONAL ASSOCIATION

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Patrick C. Barthet
Gary E. Davidson
Alexander E. Barthet
Daniel Morman
Andrew M. Feltman
Steven L. Heber

March 29, 2001

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

RE: The Rental Store, Inc.

300003943203-1
-04/02/01--01089--008
*****35.00 *****35.00

Gentlemen:

Enclosed please find an original Statement of Change of Registered Office or Registered Agent for the referenced entity. Same has been executed by Joy C. Martin, as President of The Rental Store, Inc., and by Patrick C. Barthet, Esquire, accepting the appointment as this entity's new Registered Agent. In this regard, we enclose a firm check numbered 12767 in the amount of \$35.00 for the filing fee.

Please change the Registered Agent for The Rental Store, Inc. to Patrick C. Barthet, Esquire and the Registered Office to 200 South Biscayne Boulevard, Suite 1800, Miami, Florida 33131.

Should you have any questions, feel free to contact the undersigned at 305-347-5290. Thank you.

Yours truly,



Patrick C. Barthet
For the Firm

PCB:jms
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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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: THE RENTAL STORE, INC
2. The mailing address of the corporation: 999 00 Overseas Highway, P.O. Box 600, Key Largo, Florida 33037
3. Date of incorporation/qualification: 12-18-2000 Document number: P00000015295
4. The name and address of the current registered agent and office:
CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FLORIDA 32301
5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)
PATRICK C. BARTHET, ESQUIRE
200 S. BISCAYNE BLVD, #1800
MIAMI, FLORIDA 33131

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.

Joy C. Martin
(Signature of an officer, chairman or vice chairman of the board)

3.13.01
(Date)

Joy C. Martin, 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]
(Signature of Registered Agent)

3/26/2001
(Date)

If signing on behalf of an entity:

Patrick Barthet
(Typed or Printed Name)

(Capacity)

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