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MILLER, SHINE & BRYAN, P.A.
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P.O. BOX 3376
97 ORANGE STREET
ST. AUGUSTINE, FL 32085-3376
904-824-0484

December 11, 2001

CERTIFIED MAIL - R.R.R.
Division of Corporations
Florida Department of State
PO Box 6327
Tallahassee, FL 32399

RE: FLORIDA LAND INC.
(Change of Resident Agent)

To Whom It May Concern:

900004726109--5
-12/14/01--01029--004
*****35.00 *****35.00

Enclosed please find a copy of the Resignation of Resident Agent, which incorporates the new Resident Agent's Acceptance; the Certificate Naming the New Resident Agent and our check number 8356 in the amount of \$35.00, the fee for filing same. Thank you for your attention and cooperation.

Sincerely,


LINDA LOGAN BRYAN

LLB/kw
Enclosure

cc: Mr. Santo J. Vaccaro, w/enclosure

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FILED
02 JAN 18 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Change

T BROWN JAN 22 2002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 19, 2001

LINDA LOGAN BRYAN
MILLER, SHINE & BRYAN, P.A.
P.O. BOX 3376
ST. AUGUSTINE, FL 32085-3376

SUBJECT: FLORIDA LAND INC.
Ref. Number: P01000010805

We have received your document for FLORIDA LAND INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

To change the registered office, the enclosed form should be completed and returned to this office.

Please return your document, along with a copy of this letter, within 60 days or *hick* your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Corporate Specialist

Letter Number: 301A00066483

RECEIVED
02 JAN 18 AM 8:58
DIVISION OF CORPORATIONS

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97 ORANGE STREET
ST. AUGUSTINE, FL 32085-3376
904-824-0484

January 15, 2002

CERTIFIED MAIL - R.R.R.

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Attention: Ms. Teresa Brown
Corporate Specialist

RE: FLORIDA LAND INC.
Letter #301A00066483
Reference #P01000010805

Dear Ms. Brown:

Pursuant to your correspondence of December 19, 2001, a copy of which is enclosed for your reference, enclosed for filing please find the executed Statement of Change of Registered Office or Registered Agent or Both for Corporations, which is also required for the change of resident agent. Please use our check numbered 8356 in the amount of \$35.00, which was previously provided to you. I appreciate your assistance.

Sincerely,


LINDA LOGAN BRYAN

LLB/kw

Enclosures

cc: Santo J. Vaccaro, President, w/enclosure

F:\USERS\KW\DATA\vaccaro, Santo James\trans new ra form to DOC.wpd

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 : FLORIDA LAND INC.

2. The mailing address of the corporation : 3501-G Ponce de Leon Blvd.

St. Augustine, FL 32084

3. Date of incorporation/qualification: 1/26/01 Document number: P01000010805

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

A. Eugene Whitehouse

3501-G Ponce de Leon Blvd.

St. Augustine, FL 32084

5. The name and address of the new registered agent (if changed) and /or registered office (if changed):

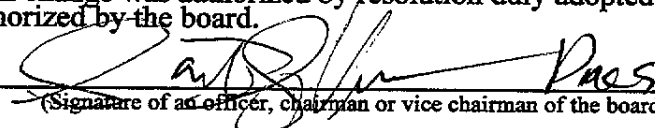
Santo J. Vaccaro

3501-G Ponce de Leon Blvd.

St. Augustine, FL 32084

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)

January 15, 2002
(Date)

SANTO J. VACCARO, 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)

January 15, 2002
(Date)

If signing on behalf of an entity:

SANTO J. VACCARO
(Typed or Printed Name)

President
(Capacity)

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

FILED
02 JAN 18 AM 9:58
TALLAHASSEE, FLORIDA
SECRETARY OF STATE