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DEBEE GILCHRIST & LIDIA
A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

July 8, 2002

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

500006327405--9
-07/11/02--01030--032
*****35.00 *****35.00

Re: 1560 Clearwater, Inc. – Statement of Change of Registered Agent or Registered Office or Both

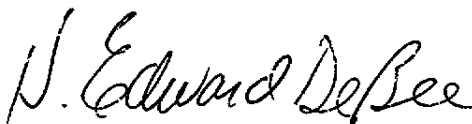
Ladies and Gentlemen:

Enclosed is the original and one copy of the Statement of Change of Registered Agent or Registered Office or Both for Corporation (the "Statement"), which is presented for filing on behalf of 1560 Clearwater, Inc. (the "Corporation"). A check in the amount of \$35.00 in payment of the required filing fee is also enclosed.

Please process in your usual manner. Upon completion of the filing, please return the file-stamped copy of the Statement to the undersigned. A self-addressed, return envelope is enclosed for your convenience.

If you have any questions, please telephone.

Sincerely,



H. Edward DeBee

HED/gs
Enclosure

cc: Stephanie Murdoch

FILED
02 JUL 11 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Chang

T BROWN JUL 17 2002

www.debeegilchrist.com

**STATEMENT OF CHANGE OF REGISTERED
OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS
(FLORIDA CORPORATION)**

FILED
02 JUL 11 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: FLORIDA SECRETARY OF STATE:

The undersigned corporation, incorporated under the laws of the State of Florida, for the purpose of changing its registered agent and/or registered office pursuant to Section 607.0502 of the Florida Statutes, hereby certifies as follows:

1. The name of the Corporation is: 1560 Clearwater, Inc.
2. The mailing address of the Corporation is: 9975 County Road 470, Blue Ridge, Texas 75424.
3. The street address of the Corporation's current registered office is: 3021 State Road 590, Apartment 615, Clearwater, Florida 33759.
4. The new street address of the Corporation's registered office is: 1560 McMullen Booth, Suite G, Clearwater, Florida 33759.
5. The Corporation's current registered agent is: Mark Rhodes.
6. The Corporation's new registered agent is: Toni Spears.

The street address of the Corporation's 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 Corporation's board of directors.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its President and attested to by its Secretary as of the 26 day of June, 2002.

1560 Clearwater, Inc.,
a Florida corporation

By:

Stephanie Murdoch

Stephanie Murdoch, President

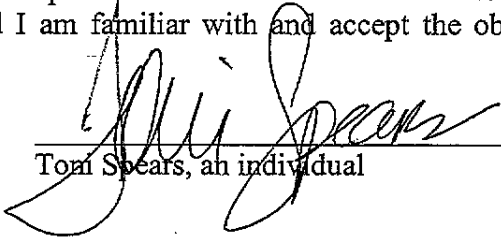
ATTEST:

By:

Stephanie Murdoch

Stephanie Murdoch, Secretary

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.



Tomi Spears, an individual

Upon recording, please return to:

H. Edward DeBee, Esq.
DeBee Gilchrist & Lidia
100 N. Broadway, Suite 1500
Oklahoma City, OK 73102