

P01000024988

CFRA, LLC
Registered Agent Services
A Subsidiary of Carlton Fields

ONE HARBOUR PLACE, 5TH FLOOR
777 S. HARBOUR ISLAND BOULEVARD
TAMPA, FLORIDA 33602-5730

MAILING ADDRESS:
P. O. BOX 3239
TAMPA, FLORIDA 33601-3239
TEL (813) 223-7000 FAX (813) 229-4133

August 19, 2002

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

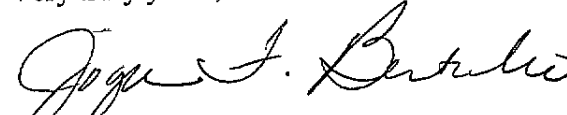
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*****35.00 *****35.00

Re: Registered Agent Statement of Change

Gentlemen:

Please find enclosed a statement of change for the registered agent of Simply Fresh Fruit of Florida, Inc. Also enclosed is Carlton Fields' Check No. 299307 in the amount of \$35.00 for the filing fee.

Very truly yours,



Joyce F. Bentubo
Administrative Assistant

jfb
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RA Chang
08/27/02
DC

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 : Simply Fresh Fruit of Florida, Inc.

2. The mailing address of the corporation : 1995 E. 20 Street
Los Angeles CA 90058

3. Date of incorporation/qualification: 3/9/1 Document number: PO10000 24988

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

David Punzak
200 Central Ave Ste 2300
St Petersburg FL 33701-4352

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

CFRA LLC
One Harbour Pl, 777 S. Harbour Isl Blvd, Ste 500
Tampa FL 33602

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.

William T. Sander
(Signature of an officer, chairman or vice chairman of the board)

7/29/02
(Date)

WILLIAM T. SANDER 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)

8/19/02
(Date)

If signing on behalf of an entity:

Peter J. Winders
(Typed or Printed Name)

Vice President
(Capacity)

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

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