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May 4, 2001

SECRETARY OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: *Faas Brother, Inc.*
a Florida corporation


7000004139877--0
-05/07/01--01141--003
*****35.00 *****35.00

Dear Sirs:

Please find the enclosed Statement of Change of Registered Agent and Registered Agent, together with the \$35 filing fee.

Thank you for registering this document and returning a copy to this office in the enclosed, self-addressed envelope.

Very truly yours,
JIM D. SHUMAKE, P.A.


Jim D. Shumake
Attorney at Law

JDS:lh
Enclosures: (as indicated)

FILED
01 MAY -7 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**STATEMENT OF CHANGE
OF
REGISTERED OFFICE AND REGISTERED AGENT**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

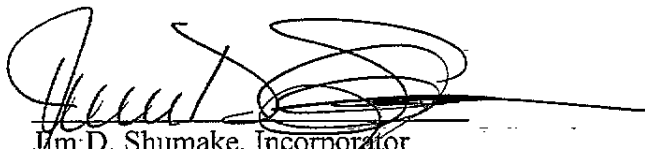
Pursuant to the provisions of Section 607.0502, 617.0502, 607.1508, or 617.1508 Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following Statement in order to change its registered office and registered agent in the State of Florida.

1. The name of the corporation is FAAS BROTHER, INCORPORATED
2. The mailing address is 900 Sixth Avenue South, Suite 204, Naples, Florida 34102.
3. The date of incorporation and qualification was March 22, 2001, Document No. P01000031396.
4. The name and address of the current Registered Agent is Jim D. Shumake, 900 Sixth Avenue South, Suite 204, Naples, Florida 34102. The name and address of the new Registered Agent is Douglas B. Faas, 4440 Domestic Avenue, Naples, Florida 34104.

The street address of its registered office and the business office of its Registered Agent as changed will be identical.


Such change was authorized by Resolution duly adopted and authorized by an officer authorized to do so.

Dated this 6th day of April 2001.


Jim D. Shumake, Incorporator

Having been named as registered agent and to accept service of process for the above registered corporation, I accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duty, and I am familiar and accept the obligations of my position of registered agent.

Dated this 3rd day of May 2001.


Douglas B. Faas