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BARNARD LAW GROUP

ATTORNEYS AT LAW

248 FIRST AVENUE NORTH • ST. PETERSBURG, FL 33701

DOUGLAS J. BARNARD, ESQ.
DAVID A. NEVILLE, ESQ.
ROBERT M. JOCKERS, ESQ.

727.898.3684
FAX 727.898.0770

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March 14, 2002

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

Dear Sir/Madam:

Enclosed are the following:

1. Original and one copy of Statement Of Change Of Registered Office & Registered Agent.
2. A check, in the amount of \$35.00, made payable to the Department Of State, for filing fee.

If you have any questions, please call.

Sincerely,

Kitty Mason

Kitty Mason
Legal Assistant

Enclosures

FILED
02 MAR 18 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kitty Mason
3/21

FOUR FOX AIR, INC.
STATEMENT OF CHANGE OF REGISTERED OFFICE & REGISTERED AGENT

The undersigned, as an officer of Four Fox Air, Inc., authorized to sign this designation on behalf of Four Fox Air, Inc., hereby states:

I.

The name and address of this corporation's present registered agent is:

Margot Pequignot, Esquire
164 8th Avenue S. W.
Largo, FL 33770

II.

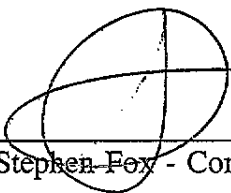
The address of this corporation's registered office, where service of process within the State Of may be served upon this corporation's registered agent, shall hereafter be:

248 First Avenue North
St. Petersburg, FL.

III.

The name of the individual who shall hereafter serve as this corporation's registered agent, to accept service of process within the State Of Florida , at that address is:

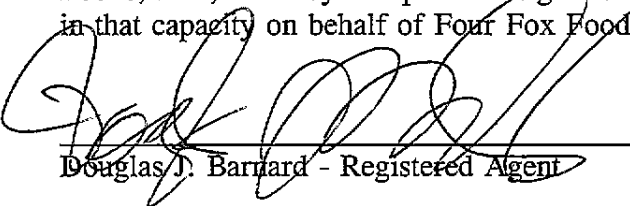
Douglas J. Barnard Esquire
248 First Avenue North, St. Petersburg,



Stephen Fox - Corporate Officer

ACCEPTANCE

Having been named as the registered agent of Four Fox Foods, Inc., to accept service of process, within the State Of , at the registered office address indicated above, for Four Fox Foods, Inc., I hereby accept the designation as the registered agent and agree to act and serve in that capacity on behalf of Four Fox Foods, Inc..



Douglas J. Barnard - Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA