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10 MAR 30 PM 12:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 22, 2010

ROBERT OBRINGER
PCA HOLDINGS CORP.
1002 JUSTISON STREET
WILMINGTON, DE 19801

SUBJECT: PCA HOLDINGS CORP
Ref. Number: P01000105517

We have received your document for PCA HOLDINGS CORP and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above entity is a Florida corporation and the document and fee submitted are for a Florida limited liability company. The correct form is enclosed and an additional filing fee of \$10.00 is due.

To change the registered agent or registered office, or both, the enclosed form should be completed and returned to this office with a filing fee of \$35.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist Supervisor

Letter Number: 810A00004376

RECEIVED
2010 MAR 29 AM 8:00
SECRETARY OF STATE
TREASURER OF FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: PCA Holdings Corp
Name of Corporation

DOCUMENT NUMBER: P01000105517

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert Obringer
Name of Contact Person

PCA HOLDINGS CORP
Firm/Company

1002 Justison Street
Address

Wilmington, DE 19801
City/State and Zip Code

Robringer@Phillips-Cohen.com
E-mail address: (to be used for future annual report notification)

U MAN 30 FILE 44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Robert Obringer at (302) 355-3500 x2535
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a \$35.00 check made payable to the Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**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, this statement of change is submitted for a corporation organized under the laws of the State of FL in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: PCA HOLDINGS CORP
2. The principal office address: 900 S. Pine Island Road Suite 120
Plantation, FL 33324
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 11/1/01 Document number: PD000105517
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

Layn Offenberger
900 S. Pine Island Road Suite 120
Plantation, FL 33324

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

Matthew Phillips
900 S. Pine Island Road Suite 60
P.O. Box NOT acceptable
Plantation, FL 33324

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10 MAR 30 PM 12:44
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TALLAHASSEE, FLORIDA

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, or the corporation has been notified in writing of the change.

[Signature]
Signature of an officer or director

ADAM S. COHEN
Printed or typed name and title
CO-CHAIRMAN / CEO

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

[Signature]
Signature of Registered Agent

3/15/10
Date

If signing on behalf of an entity:

MATTHEW PHILLIPS
Typed or Printed Name

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E045 (8/03)