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LAW OFFICE
AARON S. THIEL, P.A.

2578 Enterprise Road, #309
ORANGE CITY, FLORIDA 32763
TELEPHONE: (386)-753-0526
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AARON S. THIEL, ESQUIRE

November 16, 2001

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

RE: Certificate Designating Change of Registered Agent
J.J. BERNS, INC.

Dear Filing Clerk:

Enclosed please find:

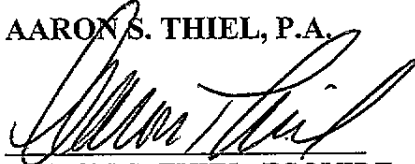
1. Certificate Designating Change of Registered Agent.
2. Check in the amount of \$35.00 payable to "Department of State"

Please file the Certificate Designating Change of Registered Agent. The \$35.00 payment is for filing fees. Please return the recorded Certificate to:

Aaron S. Thiel, P.A.
2578 Enterprise Road, #309
Orange City, FL 32763

400004686994--3
-11/19/01--01033--003
*****35.00 *****35.00

Very truly yours,

AARON S. THIEL, P.A.

AARON S. THIEL, ESQUIRE
for the firm

Enc: Certificate Designating Change of Registered Agent and \$35.00 check
ast/jb

FILED
01 NOV 19 PM 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA chg
ALB
11-26
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**CERTIFICATE DESIGNATING CHANGE
OF REGISTERED AGENT**

In compliance with section 607.0501, Florida Statutes, the following is submitted:

- 1) The name of the Corporation is: J.J. BERNS, INC.
- 2) The street address of the Registered Office is: 3732 N.W. 16th Street, Ft. Lauderdale, Florida, 33311.
- 3) Name of the current Registered Agent is: FILINGS, INC.
- 4) Name of the successor Registered Agent is: JOHN BERNICKEN
- 5) The street address of the new Registered Agent is: 375 N. ORANGE AVENUE, SANFORD, FLORIDA 32771
- 6) Such change of Registered Agent and Registered Office was authorized by an Officer of the Corporation, so authorized by the Board of Directors.
- 7) The street address of the Registered Office and the street address of the business office of its Registered Agent, as changed, will be identical.

Signature: _____


John Bernicken, as President

Title: President

Date: 11/14/01

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Date: 11/14/01

Signature: _____


John Bernicken

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA