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SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOV 17 2005

RAPCO

**STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED
AGENT 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 Florida in order to change its registered office and registered agent in the State of Florida.

1. The name of the corporation: Hammerhead Offshore Charter Service, Inc.
2. The principal office address: 13511 Palo Court, Clermont, Fl 34711.
3. Date of incorporation: April 17, 2002.
4. Document Number: P020000041496.
5. The name and street address of the current registered agent and registered office on file with the Department of State:

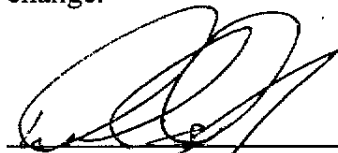
David A. Griner
13511 Palo Court
Clermont, Fl 34711

6. The name and street address of the new registered agent and registered office:

Guy Grayford
2370 Lakeview Avenue
Clermont, Florida 34711

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.



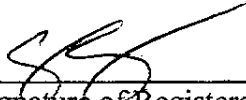
Signature of Officer
Dale Judy
Secretary/Treasurer

October 18, 2005

FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

REGISTERED AGENT ACCEPTANCE

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 of Registered Agent
Guy Grayford

October 18, 2005