

P02000082287

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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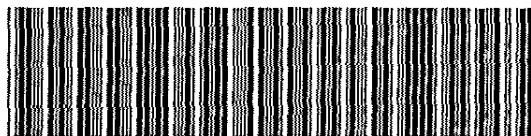
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Chang

T BROWN JUL 14 2004

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: THE FLEMING GROUP INC., USA
(Name of corporation)

DOCUMENT NUMBER: PO 2000082287

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:

D. Fleming
(Name of person)

The Fleming Group Inc. USA
(Name of firm/company)

10 Cedarwood Court
(Address)

Palm Coast, FL 32137
(City/state and zip code)

For further information concerning this matter, please call:

[Signature] at (386) 931-0912
(Name of 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
409 E. Gaines Street
Tallahassee, FL 32399

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 FLORIDA in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: The Fleming Group Inc. USA
- * 2. The principal office address: 276 ODOMSMILL BLVD, Ponte Vedre Beach, FL 32082
3. The mailing address (if different): 10 Cedarwood Court, Palm Coast FLORIDA, 32137
4. Date of incorporation/qualification: 7/29/2002 Document number: PO20000082287
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Fleming Donald
10 Cedarwood Court
Palm Coast FL 32137

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

Fleming, Donald
276 Odomsmill Blvd.
(P.O. Box or personal mailbox NOT acceptable)
Ponte Vedre Beach, FL 32082

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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)

* DONALD FLEMING - PRESIDENT
(Printed or typed name and title)

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)

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314