

P02000106557

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TALLAHASSEE, FLORIDA

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Holland Knight

Tel 904 353 2000
Fax 904 358 1872

Holland & Knight LLP
50 North Laura Street, Suite 3900
Jacksonville, FL 32202
www.hklaw.com

Pam Carr
Sr. Legal Secretary
904 798 5430
pam.carr@hklaw.com

August 30, 2005

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

Dear Sir or Madam:

I am enclosing the following documents for filing, together with applicable filing fees:

1. Statement of Change of Registered Agent for History's, Inc. and check number 3255286 in the amount of \$35.00;
2. Statement of Change of Registered Agent for Groundworks Wholesale Materials, Inc. and check number 3255285 in the amount of \$35.00;
3. Statement of Change of Registered Agent for Groundworks of Palm Beach County, Inc. and check number 3255284 in the amount of \$35.00;
4. Statement of Change of Registered Agent for Phoenix Palm Tree Collectors, LLC and check number 3255283 in the amount of \$25.00; and
5. Statement of Change of Registered Agent for Dolphins Dancing, LLC and check number 3255282 in the amount of \$25.00.

If you have any questions concerning these filings, please do not hesitate to contact us.

Very truly yours,

HOLLAND & KNIGHT LLP



Pam Carr
Sr. Legal Secretary
Business Law Department

/pc
Enclosures

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**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: History's Inc.
2. The principal office address: 8140 93rd Lane South, Boynton Beach, FL 33437
3. The mailing address (if different): (same)

4. Date of incorporation/qualification: 10/3/2002 Document number: P02000106557

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Holland & Knight, LLP

701 Brickell Avenue, Suite 3000

Miami, FL 33131-3209

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

Intrastate Registered Agent Corporation

701 Brickell Avenue, Suite 3000

(P.O. Box NOT acceptable)

Miami, FL 33131-3209

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STATE DEPT. OF STATE
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 of an officer or director)

George P. Nottingham, 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.

Intrastate Registered Agent Corporation

By: James L. Main

(Signature of Registered Agent)

8/30/05

(Date)

If signing on behalf of an entity:

James L. Main, Vice President

(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