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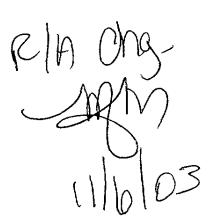




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BRIAN W. BROAD, P.A.

ATTORNEY AT LAW
1300 NORTH FEDERAL HIGHWAY, SUITE 107
BOCA RATON, FLORIDA 33432

FLORIDA & NEW YORK BARS

407 - 394 - 2321

October 30, 2003

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

Re:

JAXON HOLDINGS INC.

Change of Registered Agent/Office

Dear Sir or Madam:

Enclosed please find a Certificate Designating Change Of Registered Agent and Office, together with a check in the amount of \$35.00 as the filing fee, submitted on behalf of the above referenced Corporation.

Should you have any questions concerning this matter, please do not hesitate to call. Thank you for your cooperation in this matter.

Christina Noren

/cln

03-1096/ltrchgrg

Enclosure: Check No.

CERTIFICATE DESIGNATING CHANGE OF REGISTERED AGENT

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

- 1. Name of the Corporation is: JAXON HOLDINGS INC.
- 2. Street address of the current Registered Office is 3732 N.W. 16th Street, Fort Lauderdale, Florida.
- 3. Name of the current Registered Agent is: Filings, Inc.
- 4. Name of the successor Registered Agent is: LISA PORUSH
- 5. Street address of the new Registered Office is: 3720 S. Ocean Ave, #903, Highland Beach, Florida 33487.

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

6. Such change of Registered Agent and Registered Office was authorized by an Officer of the Corporation, so authorized by the Board of Directors.

Lisa Porush, its President

October 30, 2003

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: October 30, 2003

Lisa Porush