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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

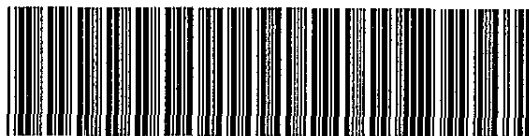
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TALLAHASSEE, FLORIDA

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LAW OFFICES OF
HENDRY, STONER, DELANCETT & BROWN

PROFESSIONAL ASSOCIATION

20 N. ORANGE AVENUE, SUITE 600

ORLANDO, FLORIDA 32801

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MARCOS A. CIGAGNA
ADMITTED IN BRAZIL ONLY

December 21, 2004

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

Re: Sandrocks Properties, Inc.
Change of Registered Office/Agent

Dear Amendment Section:

Please find enclosed a Statement of Change of Registered Office/Agent, along with our check in the amount of \$35.00, for the above-referenced matter.

Please return all correspondence concerning this matter to the undersigned.

Very truly yours,



G. Steven Brown

GSB:cb
Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: SANDROCK PROPERTIES, INC.

(Name of corporation)

DOCUMENT NUMBER: P03000146299

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:

G. STEVEN BROWN

(Name of contact person)

HENDRY, STONER, DELANCETT & BROWN, P.A.

(Firm/Company)

20 N. ORANGE AVENUE, SUITE 407

(Address)

ORLANDO, FLORIDA 32801

(City/state and zip code)

For further information concerning this matter, please call:

G. STEVEN BROWN

(Name of contact person)

at (407)

843-5880

(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: SANDROCK PROPERTIES, INC.
2. The principal office address: 20 N. ORANGE AVENUE, SUITE 407, ORLANDO, FLORIDA 32801
3. The mailing address (if different): 20 N. ORANGE AVENUE, SUITE 407, ORLANDO, FLORIDA 32801
4. Date of incorporation/qualification: 12/05/2003 Document number: P03000146299
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

GOVONI, HARDING & ASSOCIATES, INC.

505 AVENUE A, NW, SUITE 102

WINTER HAVEN FL 33881

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

HENDRY, STONER, DELANCETT & BROWN, P.A

20 N. ORANGE AVENUE, SUITE 407

(P.O. Box NOT acceptable)

ORLANDO, FLORIDA 32801

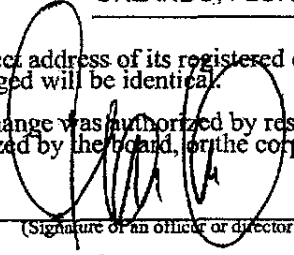
Division of State
TALLAHASSEE, FLORIDA

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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 of an officer or director)

KONRAD HT GOLL, 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.

Hendry, Stoner, Delancett & Brown, P.A

By: 
(Signature of Registered Agent)

Dec 7, 2004
(Date)

If signing on behalf of an entity:

HENDRY, STONER, DELANCETT & BROWN, PA

(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