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TO:

Amendment Section

Division of Corporations

SUBJECT:

Kare Bear Inc.

DOCUMENT NUMBER: P06000056620

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:

Miriam Goldin, Vice President Arnold S. Goldin & Associates Inc. 5106D Lake Catalina Drive Boca Raton, FL 33496

E-Mail address: Arnold@arnoldgoldin.com

For further information concerning this matter, please call:

Miriam Goldin at 561-994-5810

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 Clifton Building 2661 Executive Center Circle Taliahassee, FL 32301

CR2E045 (8/05)

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.1508, 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: Kare Bear Inc.

2. The principal office address: 5625 Lake Griffin Road, Lady Lake, FL 32159

3. The mailing address (if different): 5625 Lake Griffin Road, Lady Lake, FL 32159

4. Date or incorporation/qualification: 04/20/2006 Document number: P06000056620

5. The name and street address of the current registered agent and registered office on file with the liprida.

Department of State: (If resigned, enter resigned)

Arnold S. Goldin, 5030 Champion Blvd. #G-6231, Boca Raton, FL 33496

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

Arnold S. Goldin, 5106D Lake Catalina Drive, Boca Raton, FL 33496

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

The corporation has been notified in writing of the change.

Signature of Registered Agent

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 take familiar with and accept the obligation of my position as registered agent. Or, if this document is being fled merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

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

Make checks payable to Florida Department of State

Mail to: Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (8/05)