



P06803

97 SEP 30 PM 12:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 545522 7134464

AUTHORIZATION : Patricia Pizutto

COST LIMIT : \$ 35.00

ORDER DATE : September 26, 1997

ORDER TIME : 11:12 AM

ORDER NO. : 545522-010

CUSTOMER NO: 7134464

CUSTOMER: Mr. Jeff Calhoun
Keogler Investment Advisory
Suite 1600
100 Galleria Parkway
Atlanta, GA 30339

RA
Change

100002307861--0

CHANGE OF AGENT

NAME: KEOGLER, MORGAN & COMPANY, INC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Susana Romagosa

9/30/97
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RECEIVED
97 SEP 30 PM 12:23
DIVISION OF CORPORATION

Florida Department of State, Jim Smith, Secretary of State

**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, the undersigned corporation organized under the laws of the State of
GA submits the following statement in order to change its registered office
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____
KEDGLER, MORGAN & COMPANY, INC.

1b. Date of incorporation: 7-19-85 Document number P06803

2. The name and address of the current registered agent and office:
C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE PLANTATION FL 33324

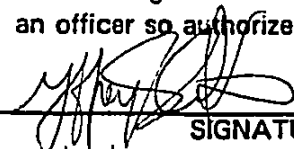
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

The street address of its registered agent 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.




SIGNATURE
9/23/97

DATE

JEFFREY S. CALHOUN, CFO & SR. V.P.

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, 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 COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY
VICKI SCHREIBER
SIGNATURE By: 

ASST VICE/PRESIDENT
DATE 9/29/97