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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA CMC
9-17-07

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Refer to File No.
20074021

Writer's Direct Dial No.
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September 13, 2007

Registered Agent/Address Section
Bureau of Corporate Records
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: ULTRA BABIES, INC.

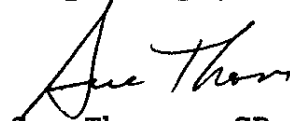
Gentlemen:

Enclosed please find the original and a duplicate copy of the Change of Registered Office and Agent for the referenced Florida company along with our firm's check in the amount of \$35.00 representing the filing fee.

Please acknowledge filing of this document by stamping the duplicate copy and returning same to me.

If you have any questions in connection with the documents, or need further information, please contact me by telephone rather than returning the document.

Very truly yours,



Sue Thomas, CP
Paralegal to Joel D. Bronstein

ST/sb
Enclosures

CHANGE OF REGISTERED OFFICE AND AGENT
OF
ULTRA BABIES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: SECRETARY OF STATE OF FLORIDA

1. The name of the Corporation is ULTRA BABIES, INC.
2. The current registered office is located at 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.
3. The registered office will be changed to 3945 Wellington Parkway, Palm Harbor, Florida 34685.
4. The current registered agent is Thomas B. Smith.
5. The successor registered agent will be Stephen M. Mitchell.
6. The street address of the Corporation's registered office and the business office of its registered agent, as changed above, will be identical.
7. All changes made above have been made by an officer of the Corporation authorized to do so by the Board of Directors.

DATED: 9/13, 2007

ULTRA BABIES, INC.

By: *Stephen M. Mitchell*
Stephen M. Mitchell, President

ACKNOWLEDGMENT

I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.608, Florida Statutes.

Stephen M. Mitchell
Stephen M. Mitchell
Registered Agent