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Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)617-6380

From:

Account Name : ADVANCED INCORPORATING SERVICE, INC.  
Account Number : I20080000093  
Phone : (850)222-2677  
Fax Number : (850)575-2724

REGISTERED AGENT CHANGE

HALLMARK CAPITAL INVESTMENT CORP.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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**HALLMARK CAPITAL INVESTMENT CORP.** H09000223866 3  
**2845 21<sup>ST</sup> Avenue North**  
**St. Petersburg, Florida 33713**

October 19, 2009

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Hallmark Capital Investment Corp.

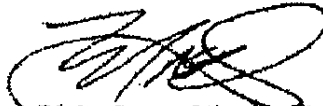
Dear Sir or Madam:

Enclosed for filing, please find a Statement of Change of Registered Office and Registered Agent form and the \$35 filing fee regarding Hallmark Capital Investment Corp. (the "Company"). On or about April 30, 2009, our former registered agent resigned without providing notice to the Company. Additionally, we did not receive the Division of Corporation (the "Division") letters of May 6, 2009 or August 3, 2009 regarding administrative dissolution of the Company for failing to maintain a registered agent in the state of Florida. Accordingly, pursuant to our attorney's conversation with the Division staff this afternoon, we are requesting reinstatement and waiver of any reinstatement fee and understand that we are only required to file the enclosed form to facilitate reinstatement of the Company to good standing.

Thank you for your kind attention to this matter. If you have any questions, please contact our attorney, Clifford J. Hunt, Esquire at (727) 471-0444.

Sincerely,

HALLMARK CAPITAL INVESTMENT CORP.



Blake Jones, Vice President/Director

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

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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: Hallmark Capital Investment Corp.
2. The principal office address: 2845 21st Avenue North, St. Petersburg, Florida 33713
3. The mailing address (if different): \_\_\_\_\_
4. Date of incorporation/qualification: Sept. 10, 2008 Document number: P08000083665
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

Resigned

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

Clifford J. Hunt, Esquire8200 Seminole BoulevardP.O. Box NOT acceptableSeminole, Florida 33772

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.

I hereby accept the appointment as registered agent and agree to act in this capacity, 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.

Blake Jones, DirectorPrinted or typed name and titleClifford J. Hunt  
Signature of Registered AgentOct. 19, 2009  
Date

If signing on behalf of an entity:

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  
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