



THE UNITED STATES
CORPORATION
COMPANY

P15976

ACCOUNT NO. : 072100000032

REFERENCE : 588822 5040129

AUTHORIZATION :

COST LIMIT :

\$ 35,100

Patricia Pizut

ORDER DATE : February 15, 2000

ORDER TIME : 11:40 AM

ORDER NO. : 588822-010

CUSTOMER NO: 5040129

CUSTOMER: Mr. Geoff Lewis
Wells Fargo & Company West
633 Folsom Street
7th Floor
San Francisco, CA 94107-3600

*RA
Change*

800003135998--9

CHANGE OF AGENT

NAME: MONTGOMERY ESTATES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Sara Lea

FILED
00 FEB 15 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 FEB 15 PM 12:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AKR

**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 Texas submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: MONTGOMERY ESTATES, INC.
2. The mailing address of the corporation is: C/o. Wells Fargo, MAC A0149-071,
633 Folsom St, 7th Flr., San Francisco, CA 94107-3618
3. Date of incorporation/qualification: September 15, 1987 Document number: P15976
4. The name and address of the current registered agent and office:


CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

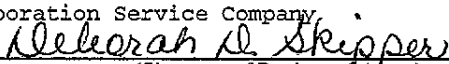
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

 February 10, 2000
(Signature of an officer, chairman or vice chairman of the board) (Date)

PUI-MEI WONG, Assistant Secretary
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Corporation Service Company
By:  February 15, 2000
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

DEBORAH D. SKIPPER Assistant Vice President
(Typed or Printed Name) (Capacity)

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

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TALLAHASSEE, FLORIDA