19882



ACCOUNT NO. : 072100000032

REFERENCE : 317246 5024449

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: April 3, 1997

ORDER TIME : 9:45 AM

ORDER NO. : 317246-020

CUSTOMER NO: 5024449

CUSTOMER: Asst Vice Pres Eileen Bannon

Lehman Brothers

3 World Financial Center 200 Vesey Street, 24th Floor

New York, NY 10285

CHANGE OF AGENT

NAME: HOLLYWOOD PARTNERS INC.

-200002133532--6

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY

CONTACT PERSON: Victoria L. Perez 4/4

97 APR -4 AH 10: 25

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 sec Florida Statutes, the undersigned DELAWARE submits the follo or registered agent, or both, in the	d corporation organiz owing statement in or	ed under the lav	vs of the State of	
1a. The name of the corporation	ie:		TAL SE	
•	OOD PARTNERS INC.		APR CRE	
			XSE 4	
1b. Date of incorporation /		_ Document nur	mber Miles 1971	
qualification	6/29/88			
2. The name and address of the	e current registered a	agent and office	II: 52	
C T CORPORATION SYSTEM	1200 SO, PINE ISLA	ND DRIVE	5	
PLANTATION	FL		33324	
3. The name and address of the (P.O. Box Not Accept The Prentice-Hall Control of the Prentice-Hall Cont	otable)			
1201 Hays Street	Tallahassee,	, Florida	32301	
The street address of its register of its registered agent as change. Such change was authorized by an officer so authorized by the base of the street of t	ed will be identical. resolution duly adoption duly resolution duly adoption duly ado	nted by its board		
SIGNATURE	3/31/97 Typed	or printed nam	e and title	
HAVING BEEN NAMED AS REC PROCESS FOR THE ABOVE S' IN THIS CERTIFICATE, I HERE AGENT AND AGREE TO ACT II WITH THE PROVISIONS OF AL PLETE PERFORMANCE OF MY THE OBLIGATION OF MY POS	TATED CORPORATION BY ACCEPT THE API N THIS CAPACITY. I L STATUTES RELAT OUTIES, AND I AM ITION AS REGISTER	ON AT THE PLAPOINTMENT AS FURTHER AGRIVE TO THE PREAMILIAR WITH ED AGENT. Iall Corporations SCAREIBE	CE DESIGNATED REGISTERED REE TO COMPLY OPER AND COM- H AND ACCEPT tion. System, Ing.	DENT

FILING FEE: \$35.00