



P22991

ACCOUNT NO. : 072100000032

REFERENCE : 424272 4351620

AUTHORIZATION : Patricia Piquero

COST LIMIT : \$ 35.00

ORDER DATE : June 11, 1997

ORDER TIME : 9:27 AM

ORDER NO. : 424272-065

500002211605--2

CUSTOMER NO: 4351620

CUSTOMER: Ms. Sarah M. Glorioso
Lucas Industries, Inc
11180 Sunrise Valley Dr.

Reston, VA 22091

CHANGE OF AGENT

NAME: PERKINS ENGINES
(LATIN AMERICA) INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Paula K. Kendrick

FILED
97 JUN 13 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN 13 AM 11:31
DIVISION OF CORPORATION

PAchg
BEE
6/13

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 DELAWARE 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: _____
PERKINS ENGINES (LATIN AMERICA) INC.

1b. Date of incorporation: January 23, 1976 Document number U120 94-102

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

1200 SO. PINE ISLAND DRIVE PLANTATION FL 33324

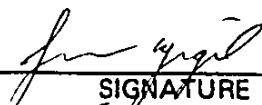
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

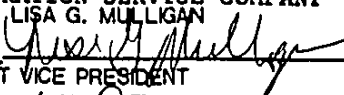
The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

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


SIGNATURE
June 2, 1997
DATE

James Engel, Secretary
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 COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY
LISA G. MULLIGAN
SIGNATURE By: 
ASST VICE PRESIDENT
DATE 6-12-97

97 JUN 13 PM 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA