

LAW OFFICES OF
CHARLES D. FRANKEN, P.A.
NATIONS BANK PROFESSIONAL CENTER
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PLANTATION, FLORIDA 33324

CHARLES D. FRANKEN, ESQUIRE

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P23114

June 2, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: BRADY DISTRIBUTING COMPANY

Dear Sir/Madame:

The undersigned attorney is herewith submitting the following documents concerning the above referenced corporation:

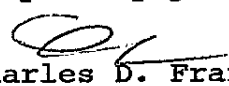
1. Three (3) copies of Statement of Change of Registered Agent;

2. Check in the amount of \$35.00 to cover the filing fee for said corporation.

We kindly request that you forward back to the undersigned a stamped copy of the Statement of Change at your earliest convenience.

If you have any questions, please do not hesitate to call TOLL FREE at 1-888-389-8188.

Very truly yours,


Charles D. Franken

CDF:CMF
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Enclosures as stated

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 NORTH CAROLINA 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: BRADY DISTRIBUTING COMPANY

2. The mailing address of the corporation is: 2708 YORKMONT ROAD

CHARLOTTE, NORTH CAROLINA 28208

3. Date of incorporation/qualification: 2/23/89 Document number: P23114

4. The name and address of the current registered agent and office:

CT CORPORATION SYSTEM

1200 S. PINE ISLAND ROAD

PLANTATION, FLORIDA 33324

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

CHARLES D. FRANKEN

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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.

[Signature] CHIEF OPERATING OFFICER
(Signature of an officer, chairman or vice chairman of the board)

5/11/00
(Date)

LARRY E. COOKE CHIEF OPERATING OFFICER
(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.

[Signature]
(Signature of Registered Agent)

5-3240
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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