

P27556

CT CORPORATION SYSTEM

1201 Peachtree Street, NE March 13, 1997

Atlanta, GA 30361

Tel 404 888 7790

FAX 404 888 6499

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 323914

600002116046--4
-03/18/97--01046--013
*****35.00 *****35.00

Re: Crossroads Investors Corporation
Order #: 782435

Gentlemen:

As requested by counsel, we enclose for filing a Change of Registered Agent form on behalf of this corporation, together with funds in payment of the required fees. This document should be filed immediately upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: (800)241-8922.

Very truly yours,

Mark Brinkman
Associate Customer Specialist

mb

Enclosure(s)

SH 3/19
RA Ch.

FILED
97 MAR 17 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 of Florida.

1a. The name of the corporation is: CROSSROADS INVESTORS CORPORATION

1b. Date of incorporation 01/04/1990 Document number P27556

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

THE PRENTICE-HALL CORPORATION SYSTEM INC.

1201 HAYS STREET, STE 105 TALLAHASSEE, FL 32301

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

C T CORPORATION SYSTEM

c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation, Florida 33324

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TALLAHASSEE, FLORIDA

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.

Michael S. Lane
SIGNATURE

March 12, 1997

DATE

Michael S. Lane/Vice President

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 COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

C T CORPORATION SYSTEM
SIGNATURE BY: [Signature]
(Registered Agent)

DATE MARCH 13, 1997

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (7-91)

FILING FEE: \$35.00