



CAPITOL CORPORATE SERVICES, INC.

P37926

November 2, 2000

FLORIDA DEPARTMENT OF STATE
Corporation Division
P. O. Box 6327
Tallahassee, FL 32314

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-11/06/00--01090--002
*****1 *****35.00
35.00

Attn: Corporate Filing Dept.

Re: TOP PRIORITY SALES, INC.

Dear Filing Clerk:

Enclosed please find a Statement of Change of Registered Office/Agent, for the above referenced name, which is to be filed in your office. I have enclosed check # 6675 in the amount of \$ 35.00 for the filing fee. After filing please return to me the file-stamped copy in the enclosed self-addressed envelope. If you have any questions please contact me at 800-472-0544.

Thank you,

D Case
Delanie Case

enclosures

FILED
00 NOV -6 PM 4: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. LEWIS NOV 14 2000

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.

1. The name of the corporation is: TOP PRIORITY SALES, INC.

2. The mailing address of the corporation is: 2201 Royal Ln., Ste. 230
Irving, TX 75063

3. Date of incorporation/qualification: March 16, 1992 Document number: P37926

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

NRAI Services, Inc.
526 East Park Avenue
Tallahassee, FL 32301

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

Capitol Corporate Services, Inc.
1333 North Duval Street
Tallahassee, FL 32303

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TALLAHASSEE, FLORIDA

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.

Richard J. D'Amico
(Signature of an officer, chairman or vice chairman of the board)

10-25-00
(Date)

Richard J. D'Amico, President
(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.

Delanie Case
(Signature of Registered Agent)

11-1-00
(Date)

If signing on behalf of an entity:

Delanie Case
(Typed or Printed Name)

Assistant Secretary
(Capacity)

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