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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 11, 2002

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

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-06/13/02--01031--004
*****35.00 *****35.00

Re: Change of Registered Agent
Our File: 163-001

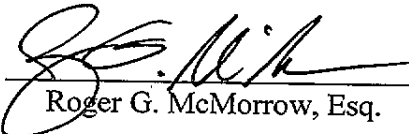
To Whom It May Concern:

Please find enclosed a Statement of Change of Registered Office Or Registered Agent or Both for Corporations and a \$35 check for the filing fee.

If you have any questions regarding these matters, please give me a call.

Very truly yours,

McMORROW & DILLON, P.A.

By: 
Roger G. McMorrow, Esq.

RGM
Encls.

cc: client

PS 6/12/02
RO

**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 Florida 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 : VICON HOMES, INC.

2. The mailing address of the corporation : 2154 Trade Center Way, Unit 2
Naples, Florida 34109

3. Date of incorporation/qualification: 12/23/92 Document number: P92600001504

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

Daniel M. Cavanaugh
1250 Tamiami Trail N., Suite 2
Naples, Florida 34102

5. The name and address of the new registered agent (if changed) and/or registered office (if changed) (P. O. Box Not Acceptable)

Roger G. McMorro
2590 Golden Gate Pkwy., Suite 108
Naples, Florida 34105

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 of an officer, chairman or vice chairman of the board)

Victor Miskanic, President

(Printed or typed name and title)

6/10/02
(Date)

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 of Registered Agent)

6-11-02
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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