

P93000030628

Law Office
RIDDELL, LUZIER & GOTT

SunTrust Bank Building
3400 South Tamiami Trail
Sarasota, Florida 34239

Jefferson F. Riddell
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July 25, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

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-07/30/01--01124--005
*****35.00 *****35.00

RE: **Café Continental (USA) Corporation, Inc.**

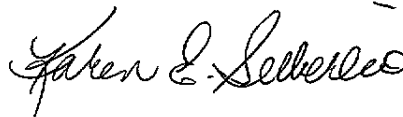
Dear Ladies/Gentlemen:

Enclosed please find a check in the amount of \$35.00 in addition to one signed original and copy of the Statement of Change of Registered Office and/or Registered Agent.

Please note in your records that the Annual Report is to be sent to JEFFERSON F. RIDDELL, Esq., 3400 S. TAMIAMI TRAIL, SARASOTA, FL 34239.

Thank you.

Yours truly,



Karen E. Seiberlich

Enclosures

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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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 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 : Cafe' Continental (USA) Corporation, Inc.
2. The mailing address of the corporation : 3400 S. Tamiami Trail, Sarasota, Florida 34239
3. Date of incorporation/qualification: April 27, 1993 Document number: P93000030628
4. The name and address of the current registered agent and office:

Michelle K. Kirby

2119 Lusitania Dr.

Sarasota, FL. 34231

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

Jefferson F. Riddell, Esq.

3400 S. Tamiami Trail

Sarasota, Florida 34239

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.

Clive Burnett
(Signature of an officer, chairman or vice chairman of the board)

07/19/01
(Date)

Clive Burnett 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.

Jefferson F. Riddell
(Signature of Registered Agent)

7/19/01
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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