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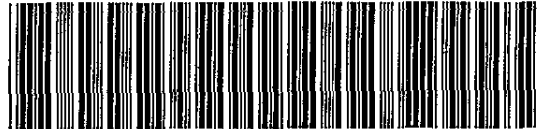
(Business Entity Name)

(Document Number)

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April 29, 2003

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

Re: Change of Registered Agent of Highside Investments, Inc.

Dear Sir or Madam:

Enclosed are an original and one copy of a Statement of Change of Registered Office or Registered Agent or Both for Corporations to be filed for Highside Investments, Inc., a Florida corporation, to change the registered agent of the corporation. Also enclosed is the corporation's check number 3133 in the amount of \$35.00 in payment of the filing fee.

After the Statement has been filed, please return the copy stamped with the date of filing to this office.

Sincerely,



Carl W. Matthews, Paralegal

Enclosures

cc: Charles H. Egerton, Esq.
Edward W. Poitras, President

**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, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Highside Investments, Inc.
2. The principal office address: 7041 Grand National Drive, Suite 211
Orlando, Florida 32819
3. The mailing address (if different): same

4. Date of incorporation/qualification: 08/02/1993 Document number: P93000053783

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Charles Egerton

800 N. Magnolia Avenue, Suite 1500

Orlando, Florida 32803

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Dean Mead Services, LLC

800 N. Magnolia Avenue, Suite 1500

(P.O. Box or personal mailbox NOT acceptable)

Orlando, Florida 32803

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, of the corporation has been notified in writing of the change.

Edward W. Poitras
(Signature of an officer, chairman or vice chairman of the board)

Edward W. Poitras, President

(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

[Signature]
(Signature of Registered Agent)

4/30/03
(Date)

If signing on behalf of an entity:

Dean Mead Services, LLC

(Typed or Printed Name)

By: Charles H. Egerton, VP of Dean Mead Egerton

(Capacity) Bloodworth Capouano & Bozar
the Sole Member

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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