

P93000058273

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MAILING ADDRESS:
POST OFFICE BOX 4548
JACKSONVILLE, FLORIDA
32201-4548

October 17, 1997

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

Re: Earth Surfing, Inc.

Dear Sir/Madam:

Enclosed for filing on behalf of the referenced corporation is a Statement of Change of Registered Office or Registered Agent or Both for Corporations ("Statement of Change"), together with our firm's trust account check in the amount of \$35.00, for the required filing fee. Please provide me with confirmation that the Statement of change has been filed.

Thank you for your assistance in this matter. Please call me if you have any questions.

Sincerely, 300002338643--3
-11/05/97--01049--001
*****35.00 *****35.00

Hilde V. Howell,
Legal Assistant to
Stephen G. Prom, Esq.

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Enclosures
111125.1

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DIVISION OF CORPORATIONS

RA Change
11-5-97
CC

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E-MAIL: BMMW@ILNK.COM

November 3, 1997

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

ATTN: Cheryl


Re: Earth Surfing, Inc.

Dear Cheryl/Sir/Madam::

Pursuant to our conversation on October 31, 1997, enclosed is this firm's "signed" check in the amount of \$35.00, representing the filing fee with respect to your filing the Statement of Change of Registered Office or Registered Agent for the referenced corporation, which is in your possession. Please file the Statement of Change and return notification of same, together with this firm's "unsigned" check previously provided.

Thank you for your assistance in this regard.

Sincerely,


Hilde V. Howell,
Legal Assistant to
Stephen G. Prom, Esq.

\hh
Enclosures
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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 Florida 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: Earth Surfing, Inc.

1b. The mailing address of the corporation is : 146 Levy Road, Atlantic Beach,
Florida 32233

1c. Date of incorporation: 8/19/97 Document number: P93000058273

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

Terry Strumpf
1575-6 Main Street
Jacksonville, FL 32233

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

Donald G. Maurer, Jr.
146 Levy Road
Atlantic Beach, FL 32233

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)

Terry Strumpf, President
(Printed or typed name and title)

10-7-97
(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)
Donald G. Maurer, Jr.

10/13/97
(Date)