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Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4000

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Account Name : MACFARLANE FERGUSON & MCMULLEN
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT CHANGE

AVON DISTRIBUTION SYSTEMS, INC.

Certificate of Status	0
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10/27/99

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(0)487-6013

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P.002



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 26, 1999

AVON DISTRIBUTION SYSTEMS, INC.
P.O. BOX 76504
TAMPA, FL 33675US

SUBJECT: AVON DISTRIBUTION SYSTEMS, INC.
REF: P94000004936

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE CORRECT #4 OF THE DOCUMENT TO READ: 111 E. MADISON AVE., SUITE 2300, TAMPA, FL 33602.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: E99000027040
Letter Number: 199A00051505

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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 is: Avon Distribution Systems, Inc.

2. The mailing address of the corporation is: 5300 Adamo Drive
Tampa, Florida 33619

3. Date of incorporation/qualification: 1/21/94 Document number: P94000004906

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

James W. Goodwin
111 E. Madison Avenue
400 N. Tampa Street, Suite 2300
Tampa, Florida 33602

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

Jody G. Woodcock
5300 Adamo Drive
Tampa, Florida 33619

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.

Jody G. Woodcock
(Signature of an officer, chairman or vice chairman of the board)

10/25/99
(Date)

Jody G. Woodcock, 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.

Jody G. Woodcock
(Signature of Registered Agent)

10/25/99
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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