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STEELE & HANSON, P.A.
Attorneys At Law

Museum Tower • Penthouse
150 West Flagler Street
Miami, Florida 33130
Telephone: 305-379-7001
Facsimile: 305-379-7008

July 23, 1998

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Teresa Brown, Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
98 JUL 27 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

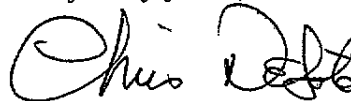
Re: Cortright Lifestyle Systems, Inc.
Document #P4000024654
Change of Registered Agent

Dear Ms. Brown:

We are enclosing the Statement of Change of Registered Office or Registered Agent form reflecting the change of Registered Agent from WLMC Registered Agents, Inc. to Clifford R. Steele, Esq., Steele & Hanson, P.A. We have also enclosed the required \$35.00 filing fee. If the enclosed meets with your approval, please process our application.

Should you have any questions, please do not hesitate to contact our office. Thank you.

Very truly yours,



Christiane De Soto
Litigation Assistant

cd
Enclosures

R.A. change

Joe 7/27

Florida Department of State, Sandra B. Mortham, 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.

1. The name of the corporation is: CORTRIGHT LIFESTYLE SYSTEMS, INC.

2. The mailing address of the corporation is: 2601 S. Bayshore Drive, Miami, FL 33133

3. Date of incorporation/qualification: 3/31/94 Document number: P94000024654

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

WLMC Registered Agents, Inc.

777 Brickell Avenue - Suite 1200

Miami, FL 33131

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

Clifford R. Steele, Esq.

Steele & Hanson, P.A.

150 West Flagler Street - Ste. 2850

Miami, FL 33130

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.

William Cortright
(Signature of an officer, chairman or vice chairman of the board)

7-23-98
(Date)

WILLIAM CORTRIGHT, Director, 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.

Clifford R. Steele
(Signature of Registered Agent)

7-20-98
(Date)

If signing on behalf of an entity:

Steele & Hanson, P.A. by GSR, President
(Typed or Printed Name)

President
(Capacity)