

CORPORATION OUTFITS

Corporation Service for Attorneys

STOCK AND BOND CERTIFICATES
MINUTE BOOKS, SEAL

M. BURR KEIM COMPANY

105 NORTH WATTS STREET
PHILADELPHIA, PA 19107-1980
(215) 533-8113
FAX (215) 977-3860
1-800-533-8113

P94000071409

December 17, 1996

EXPEDITED SERVICES
Office of the Secretary of State
409 East Gaines Street
Tallahassee, FL 32301

500002041575--3
-12/30/96--01084--022
*****43.75 *****43.75

RE: SAMUEL STEIN FINE ARTS, INC.

Ladies/Gentlemen:

Enclosed is a statement of change of registered agent and office and our check for \$43.75 to cover the filing fee and a Certificate of Status.

Please expedite the filing and return the Certificate of Status to us as soon as possible.

Very truly yours,

M. BURR KEIM COMPANY

Robert Worthington
Robert Worthington

RW:s1
Enclosure

APPROVED
AND
FILED
56 DEC 30 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 _____ 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: _____

SAMUEL STEIN FINE ARTS, INC.

1b. The mailing address of the corporation is : 2240 Parkside Street

Boca Raton, FL 33486

1c. Date of incorporation: 9/28/94 Document number: P94000071409

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

C T Corporation System

1200 South Pine Island Road

Plantation, FL 33324

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

Samuel W. Stein

2240 Parkside Street

Boca Raton, FL 33486

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.

Samuel W. Stein

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

November 22, 1996

(Date)

Samuel W. Stein, 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.

Samuel W. Stein

(Signature of Registered Agent)

Samuel W. Stein

November 22, 1996

(Date)

APPROVED
AND
FILED
56 DEC 30 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA