

Root.

William J. Voges
President - C.E.O.

February 14, 2000

275 Clyde Morris Boulevard
Ormond Beach, Florida 32174
Tel 904 671 4910
Fax 904 671 9802

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*****35.00 *****35.00

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Valuemetrics, Inc.

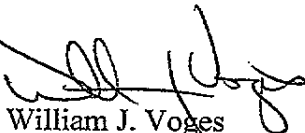
Dear Sirs:

Enclosed is an original Statement of change of Registered Office or Registered Agent for Valuemetrics, Inc. Also enclosed is our client's check in the amount of \$35.00 as the filing fee for this service.

Please make the change to your records at your earliest convenience.

With kind regards, I remain,

Sincerely yours,


William J. Voges

WJV:vrj
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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chg

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: Valuemetrics, Inc.
2. The mailing address of the corporation is: 2828 No. Atlantic Ave.
Daytona Beach, FL 32118
3. Date of incorporation/qualification: December 15, 1994 Document number: P94000090995
4. The name and address of the current registered agent and office:

William V. Voges

525 Fentress Blvd.

Daytona Beach, FL 32114

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

William J. Voges

275 Clyde Morris Blvd.

Ormond Beach, FL 32174

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.

Frank G. Forrest

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

February 8, 2000

(Date)

Frank G. Forrest, 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.

(Signature of Registered Agent)

(Date

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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