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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.

L. The name of the corporation : G. KALTER AND ASSOCIATES, LTD., INC.

2. The mailing address of the corporation :_ 855 S. FEDERAL HIGHWAY, SUITE 215

BOCA RATON, FL 33432

3. Date of incorporation/qualification: DECEMBER 30, 1994 P94000004338 Document number:

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

NAOMI C. KALTER

12419 CLEARFALLS DRIVE

BOCA RATON, FL 33428

5. The name and address of the new registered agent (if changed) and/or registered office (if changed):

(P. O. Box Not Acceptable)

RICHARD B. KALTER

855 S. FEDERAL HWY, SUITE 215

BOCA RATON, FL 33432

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)

JANUARY 8, 2001 (Date)

RICHARD B. KALTER, 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 Reg

JANUARY 8, 2001

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

* FILING FEE: \$35.00 * *