

P.95000033462

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Ernest A. Seemann
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(also admitted in Georgia)
Ron van Gent

FILED
97 APR 10 AM 9:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA
Elise B. Geringer,
of Counsel

April 7, 1997

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-04/10/97--01054--002
*****35.00 *****35.00

Florida Department of State
Secretary of State
Division of Corporations
Amendments Section
P. O. Box 6327
Tallahassee, FL 32314

800002139148--9
-04/10/97--01054--003
*****8.75 *****8.75

RE: THE DEARING CORPORATION and THE DEARING CORPORATION II


Dear Sir/Madam:

Enclosed you will find an executed original and one photocopy of a CERTIFICATE CHANGING REGISTERED AGENT AND OFFICE for the above-referenced companies together with two checks for \$35.00 each. Please return the photocopies of the Certificates with the log-in stamp. I have enclosed a prepaid envelope.

We would also like to receive Certificates of Status for the above-named companies. Two additional checks for \$8.75 each have been enclosed.

Please take note that the mailing and principal office addresses for these companies have changed to 1503 SE 47 TER, Cape Coral, FL 33904.

Sincerely,


Ron van Gent
Law Offices of Ernest A. Seemann, Esq., P.A.

VS APR 17 1997

RA Chg.

Enclosures

**CERTIFICATE CHANGING REGISTERED AGENT AND OFFICE
OF
THE DEARING CORPORATION**

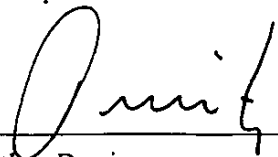
Pursuant to Section 607.0502 Florida Statutes, the registered agent and registered office as well as the principal office address of THE DEARING CORPORATION are changed as follows:

1. The corporation's previous registered agent was Monika E. Farmar with the registered office at 725 Cape Coral Parkway West, Cape Coral, FL 33914. The new registered agent shall be Claudia Shaw with the registered office at 1031 Cape Coral Parkway, Cape Coral, FL 33904.
2. The corporation's new mailing and principal office address is at 1503 SE 47 TER, Cape Coral, FL 33904.

These changes were authorized by resolution duly adopted by the corporation's Board of Directors on April 4, 1997.

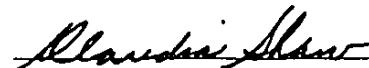
SUBSCRIBED at Cape Coral, Florida, this 4th day of April 1997.




Arthur Dewitz
Sole Director/president

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes.


Claudia Shaw

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SECRETARY OF STATE
TALLAHASSEE FLORIDA