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MJC

MICHAEL J. COOPER
ATTORNEY AT LAW

321 N.W. 3RD AVENUE • OCALA, FLORIDA 34475 • TELEPHONE 352-732-4500 • FAX 352-351-3859

November 19, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

200002353622-8

-11/21/97-01014-010

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

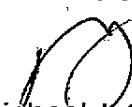
RE: **Central Florida Directory Publications, Inc.**

Dear Sir or Ma'am:

The above referenced corporation has adopted a resolution wherein its new president, secretary and treasurer and the sole director will be Hertbert H. Colson with an address of 832 Northwest 30th Avenue, Suite 200, Ocala, Florida 34475. All other and pre-existing officers and directors have resigned and the substitution has been authorized by corporate resolution. Enclosed please find a check for \$35.00, the fee for a change of registered agent.

Please modify the corporate records accordingly. If anything further is required please advise.

Sincerely yours,


Michael J. Cooper

MJC/slw

Enclosures: Original Change
Check

xc: Herbert H. Colson

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 21 AM 8:19

RA-Change

12-1-97

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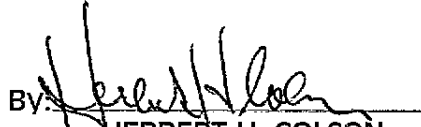
CHANGE OF REGISTERED AGENT

COMES NOW, CENTRAL FLORIDA DIRECTORY PUBLICATIONS, INC. and changes its registered agent saying:

1. The name of the corporation is Central Florida Director Publications, Inc.
2. The current registered agent is GARY SIMONS with a street address of 121 Northwest Third Street, Ocala, Florida 34475.
3. The registered office is to be changed such that the new registered agent and registered office will be HERBERT H. COLSON at 832 Northwest 30th Avenue, Suite 200, Ocala, Florida 34475. By signature below, said agent consents to and acknowledges to his appointment as the registered agent.
4. HERBERT H. COLSON shall be appointed as registered agent in substitution for GARY SIMONS who shall no longer be registered agent of the corporation.
5. The street of the registered office and the street address of the business office of the registered agent, as changed, will be identical.
6. This change was authorized by the Resolution duly adopted by the Board of Directors on October 10, 1997.

Respectfully submitted on this 17th day of October, 1997.

Authorized and approved

BY: 
HERBERT H. COLSON,
as President and sole
Director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 21 AM 8:19

I HEREBY accept and consent to my appointment as registered agent for Central Florida Directory Publications, Inc.

Herbert H. Colson
HERBERT H. COLSON, as
Registered Agent

STATE OF FLORIDA
COUNTY OF _____

The foregoing was acknowledged before me this 22nd day of Oct, 1997, by HERBERT H. COLSON who:

A) X is/ are personally known to me OR
_____ who has/have produced _____ a driver's license OR
_____ other identification: _____
as identification; and

B) X did OR
_____ did not take an oath.

Sherri L. Wadley
Print Name: SHERRI L. WADLEY

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