

Law Offices

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West Palm Beach

August 6, 1998

P95000038539

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Seider & Son, Inc.

800002611828--3
-08/10/98-01078-015
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed for filing with the Division of Corporations is a Statement of Change of Registered Office for the above referenced corporation and our firm check for \$35.00 to cover the filing fee. Also enclosed is the Certificate of Designation of Address for Service. If you have any questions, please call me at (561)833-2000.

Thank you for your prompt attention to this matter.

Very truly yours,

Gail Malone
Gail Malone

Enclosures

WPB-103130

FILED
98 AUG 10 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Charge
WFT 8-14-98

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

FILED
98 AUG 10 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Secretary of State of the State of Florida:

Pursuant to the provisions of Section 607.0502, Florida Statutes, Seider & Son, Inc., a Florida corporation (the "Corporation"), submits this Statement for the purpose of changing the name of the registered agent of the Corporation and the address of the Corporation's registered office.

FIRST: The name of the Corporation is Seider & Son, Inc.

SECOND: The street address of the Corporation's current registered office is 210 17th Street, Suite 1607, Miami, Florida 33160.

THIRD: The name of the Corporation's current registered agent is Judith A. Seider, Ph.D.

FOURTH: The name of the Corporation's new registered agent is Intrastate Registered Agent Corporation, whose consent to appointment as registered agent is attached hereto.

FIFTH: The street address of the Corporation's new registered office and the business address of its new registered agent is 701 Brickell Avenue, S. 3000, Miami, Florida 33131.

SIXTH: The change of the Corporation's registered agent provided above was authorized by resolution duly adopted by the Corporation's board of directors.

Dated: *July 31, 1998*

SEIDER & SON, INC.

By *Judith A. Seider M.D.* President
Dr. Judith A. Seider, President

**CERTIFICATE OF DESIGNATION OF ADDRESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

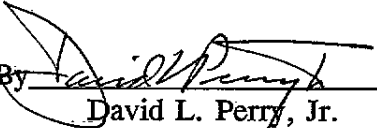
Seider & Son, Inc. has named Intrastate Registered Agent Corporation as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at 701 Brickell Avenue, S. 3000, Miami, Florida 33131, we hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of our duties, and accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 15th day of July, 1998.

INTRASTATE REGISTERED AGENT CORPORATION

By  _____
David L. Perry, Jr.
Vice President

WPB-102345