

P95000060124
COTTRELL, WARCHOL, MERCHANT & ROLLINGS

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February 4, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

900002423739-9
-02/06/98-01067-005
*****35.00 *****35.00

Re: The Valentine Brothers, Inc.

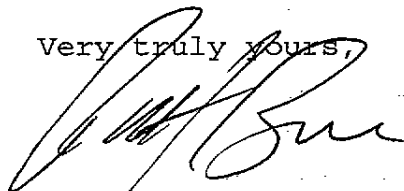
Dear Sir:

Pursuant to the provisions of Sections 607.34 and 607.037 of the Florida General Corporation Act, the above referenced corporation, organized under the laws of the State of Florida, submits the enclosed statement for the purpose of changing its registered office and registered agent, in the state of Florida.

Also enclosed is my client's check in the amount of \$35.00 to cover the filing fee.

If you have any questions please do not hesitate to contact me.

Very truly yours,



Robert E. Bone, Jr.

REBjr/mf
Enclosures

R.A. Change

FILED
98 FEB -6 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

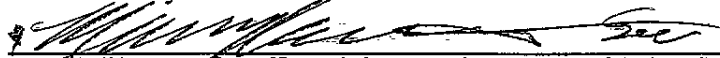
Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: The Valentine Brothers, Inc.
2. The mailing address of the corporation is: 11440 Metro Parkway, Fort Myers,
Florida 33912
3. Date of incorporation/qualification: August 3, 1995 Document number: P95000060124
4. The name and address of the current registered agent and office:
Ronnie R. Valentine
3809 SW 20th Place
Cape Coral, Florida 33914
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
Michael J. Valentine
11440 Metro Parkway
Fort Myers, Florida 33912

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

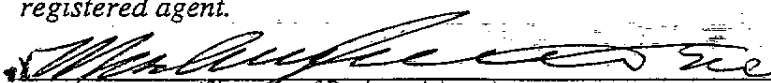

(Signature of an officer, chairman or vice chairman of the board)

2-2-98
(Date)

Michael J. Valentine, President
(Printed or typed name and title)

(Date)

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)

2-2-98
(Date)

If signing on behalf of an entity:

Michael J. Valentine
(Typed or Printed Name)

(Capacity)