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P96000028462

February 26, 1997

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

Re: American Freedom Sheet Metal, Co.

Dear Sir or Madame:

Enclosed, please find an original Statement of Change of Registered Office or Registered Agent or Both for Corporations together with a fee for \$35.00 to activate this change.

Our records reflect that this change was supposed to take place in September of 1996 but we do not know why your office does not show the change or if our office inadvertently did not mail this to you. Nevertheless, kindly process the change and if the payment is in duplicate, kindly return it to us.

Thank you for your attention to this matter and should you require anything further, please advise.

Sincerely,

Fredric M. Garvett (S)

*Signed for Mr. Garvett in his absence
to prevent delay in mailing.*

Fredric M. Garvett

FMG/sb

Enclosures

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DIVISION OF CORPORATIONS
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NA Change

22 MAR 3 1997

Florida Department of State, Sandra B. Mortham, Secretary of State

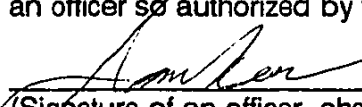
**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provision 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.

- 1a. The name of the corporation is: **AMERICAN FREEDOM SHEET METAL, CO.**
- 1b. The mailing address of the corporation is: **3350 S.W. 27 Avenue
Coconut Grove, FL 33133**
- 1c. Date of incorporation: **March 29, 1996**
Document number: **P96000028462**
2. The name and address of the current registered agent and office:
**Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301**
3. The name and address of the new registered agent and office:
**Fredric M. Garvett, Esq.
Silver & Garvett, P.A.
One Grove Villa
3350 S.W. 27 Avenue
Coconut Grove, FL 33133
(305) 858-7008**

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.

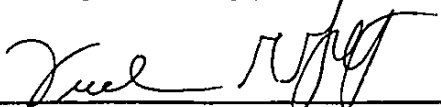

(Signature of an officer, chairman or
vice chairman of the board)

8/12/96
(Date)

JAMES W KEEN PRESIDENT
(Printed or typed name and title)

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DIVISION OF CORPORATIONS
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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)

9/12/96
(Date)

If signing on behalf of an entity:

FREDRIC M. GARVETT
(Typed or Printed Name)

Attorney for Corporation
(Capacity)

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

FILING FEE: \$35.00