

P96000072173

GATEWAY EQUIPMENT SALES & SERVICE

2399 S.E. DIXIE HWY., STUART, FL. 34996

772-781-6976 - Phone 772-781-5093 - Fax

June 18, 2002

Florida Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, Fl. 32314

Re: Information/Ownership Change For:

Filters Galore, Inc. Document No.: P96000072173

FEI Number: 650700078

800006153388--3

-07/02/02--01020--012

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

Please file the following information and document the changes that have taken place within the last few months in regard to Filters Galore, Inc.

The past stockholders: Florence Werle (my mother)
- 2450 shares

and: Rayma Werle (my sister-in-law)
- 2550 shares

HAVE assigned / transferred their shares/stock to myself:

Mr. Grant D. Werle
3 Knowles Road
Stuart, Fl. 34996

Please refer/see the copies of "Transfer of Stock" forms enclosed that were signed by the two parties above, and notarized. Please make this change at the Division of Corporations Office, and confirm via return mail.

Note: The current registered agent listed must also be changed. As you can see by the Public Inquiry copied off the internet recently, the current registered agent is:

Craig Werle (my brother)
1047 S.W. Woodcreek Dr.
Palm City, Fl. 34990

Please change the registered agent to:

GRANT D. WERLE
3 Knowles Rd.
Stuart, Fl. 34996

Continued.

RECEIVED
02 JUN 20 AM 10:07
DIVISION OF CORPORATIONS

FILED
02 JUL -1 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/1/02
RA Change
Spayz

June 18, 2002

Florida Dept. of State
Division of Corporations

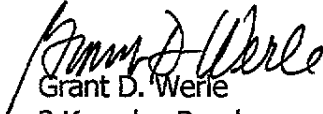
Let me know if we have to fill out a new Annual Report, and if so, please send to my above home address, and I will do so.

Note: The current principal address as listed on the public inquiry is correct.

Filters Galore, Inc.
dba: Gateway Equipment Sales & Service
2399 S.E. Dixie Hwy.
Stuart, Fl. 34669 USA

Is there anything else I need to do at this time so that all required information for the Division of Corporations is correct? We look forward to your reply, and confirmation that the changes have been made.

Regards,


Grant D. Werle
3 Knowles Road
Stuart, Fl. 34996

encs. 5



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 25, 2002

DBA/ Gateway Equipment Sales & Service
2399 S.E. Dixie Hwy.
Stuart, FL 34996

SUBJECT: FILTERS GALORE, INC.
Ref. Number: P96000072173

The Division of Corporations does not file transfer of stock forms. These forms are not filed with a state governmental agency.

To change the registered agent/office, the enclosed form should be completed and returned to this office with the filing fee of \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 002A00040367

6/28/02

SEE COMPLETED FORM ATTACHED
\$ 35.00 FILING FEE ENCLOSED

DIVISION OF CORPORATIONS

02 JUL - 1 AM 9:49

RECEIVED

**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 : FILTERS GALORE, INC.

2. The mailing address of the corporation : 2399 SE DIXIE HWY
STUART, FL 34996

3. Date of incorporation/qualification: DECEMBER 1996 Document number: _____

4. The name and address of the current registered agent and registered office:

R. CRAIG WERLE
1047 SW WOODCREEK DRIVE
PALM CITY, FL 34990

5. The name and address of the new registered agent (if changed) and /or registered office (if changed):

GRANT D. WERLE
3 KNOWLES ROAD
STUART, FL 34996

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 or authorized by the board.

Grant D. Werle
(Signature of an officer, chairman or vice chairman of the board)

6/28/02
(Date)

GRANT D. WERLE, President
(Printed or typed name and title)

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.

Grant D. Werle
(Signature of Registered Agent)

6/28/02
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

FILED
02 JUL -1 PM 12:02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE