

P96000073718

MAGUIRE, VOORHIS & WELLS, P.A.

Attorneys at Law

SUNTRUST TOWER, SUITE 3000
200 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE 407-244-1100
FACSIMILE 407-872-6207

MAILING ADDRESS
P.O. BOX 633
ORLANDO, FLORIDA 32802

INTERNET E-MAIL
MSPEAR@MVW.COM

June 13, 1997

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

400002215644--8
-06/18/97--01059--001
*****35.00 *****35.00

Subject: Dynasty Electronics, Inc.

Dear Sir or Madam:

Enclosed please find the following in connection with above-referenced corporation --

1. Original and one photocopy of Statement of Change of Registered Office or Registered Agent or Both For Corporation; and
2. A check in the amount of \$35.00 in payment of the filing fee.

Please file the original, date-stamp the photocopy with the filing information, and return it to the attention of the undersigned for our records.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,

Marlis J. Spear

Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Mr. David A. Enix, w/enc.
Jay Van Heyde, Esq.

FILED
97 JUN 30 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F:\TAX\IN\TRAGENT.FRM

ORLANDO

MELBOURNE

TALLAHASSEE

R.A. Change

Florida Department of State, Jim Smith, Secretary of State

**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.

1a. The name of the corporation is: DYNASTY ELECTRONICS, INC.

1b. Date of incorporation August 30, 1996 Document number P96000073718

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

FRED C. ALZNER

204 S. Semoran Boulevard, Orlando, FL 32807

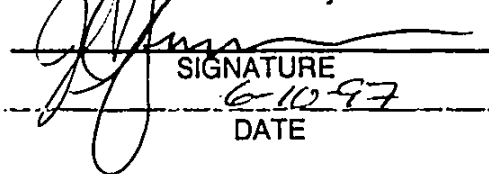
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

DAVID A. ENIX

210 South Semoran Boulevard, Orlando, FL 32807


The street address of its registered agent 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
6-10-97
DATE

JOSEPH C. GIAMMARRUSCO, President & CEO
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 
(Registered Agent)
DATE 6-10-97

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

MAGUIRE, VOORHIS & WELLS, P.A.

Attorneys at Law

SUNTRUST TOWER, SUITE 3000
200 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE 407-244-1100
FACSIMILE 407-872-6207

MAILING ADDRESS
P.O. BOX 633
ORLANDO, FLORIDA 32802

INTERNET E-MAIL
MSPEAR@MVW.COM

June 26, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Subject: Change of Registered Office/Agent - Dynasty Electronics, Inc.

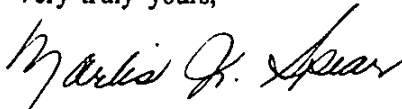
Gentlemen:

Enclosed is the original and one copy of the Statement of Change of Registered Office or Registered Agent or both For Corporations concerning the above corporation, together with copy of your letter of June 20, 1997.

Please file the original, date-stamp the photocopy with the filing information and return it to the attention of the undersigned for our records.

Thank you for your assistance in this matter.

Very truly yours,



Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Jay Van Heyde, Esq.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 20, 1997

MARLIS J. SPEAR
MAGUIRE, VOOEHIS & WELLS, P.A.
200 S. ORANGE AVENUE, SUITE 3000
ORLANDO, FL 32801

SUBJECT: DYNASTY ELECTRONICS, INC.
Ref. Number: P96000073718

We have received your document for DYNASTY ELECTRONICS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 397A00033025