

P96 000076781

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September 3, 1997

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

Subject: Pace Management Group, Inc.

Gentlemen:

Enclosed is the original and one photocopy of the Statement of Change of Registered Office or Registered Agent or Both for Pace Management Group, Inc., together with our 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 in the enclosed stamped reply envelope.

Thank you for your assistance in this matter.

Very truly yours,

Marlis J. Spear

Mrs. Marlis J. Spear
Legal Assistant

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-09/08/97--01144--008
*****35.00 *****35.00

/mjs

Enclosures

cc: Mr. Joseph C. Giammarrusco
Jay Van Heyde, Esq.

NA Change
FILED SEP 26 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 12, 1997

MARLIS J. SPEAR, LEGAL ASSISTANT
MAGUIRE, VOORHIS & WELLS, P.A.
200 SOUTH ORANGE AVENUE, SUITE 3000
ORLANDO, FL 32801

SUBJECT: PACE MANAGEMENT GROUP, INC.
Ref. Number: P96000076781

We have received your document for PACE MANAGEMENT GROUP, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(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 (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 997A00045567

NOTE: ORIGINAL AND ONE COPY OF AMENDED DOCUMENT IS ENCLOSED. PLEASE FILE THE ORIGINAL, DATE-STAMP THE PHOTOCOPY WITH THE FILING INFORMATION AND RETURN IT TO THE ATTENTION OF THE UNDERSIGNED IN THE STAMPED REPLY ENVELOPE PROVIDED HEREIN.

THANK YOU.

RECEIVED
7:05 AM 9:26
DIVISION OF CORPORATIONS

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: PACE MANAGEMENT GROUP, INC.

1b. Date of incorporation September 16, 1996 Document number P96000076781

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

Fred C. Alzner

204 South 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, Florida 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
August 23, 1997
DATE

JOSEPH C. GIAMARRUSCO, 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 8-27-97

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