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**P96000101199**  
June 1, 1999

Katherine Harris  
Florida Secretary of State  
Division of Corporations  
PL-02, The Capitol  
Tallahassee, FL 32399-0250

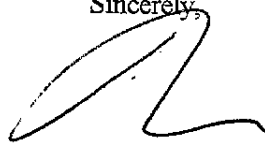
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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: JRT Enterprises, Inc.

Dear Ms. Harris:

Enclosed are a Statement of Change of Registered Office and Agent of JRT Enterprises, Inc. and a fee in the amount of \$35. After filing of same, could you please provide us a receipt acknowledging the statement of change? Thanks.

Sincerely,



Michael J. Stebbins

MJS:cab

pc: Ronald F. Lombardi, Jr. (w/encl.)

Enclosures

ros:lyn(mjs)/jrt/ltt sec of state 052799

*ROA Change  
6-9-99  
MJS*

**FILED**  
99 JUN -2 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATEMENT OF CHANGE OF REGISTERED OFFICE  
AND AGENT OF JRT ENTERPRISES, INC.**

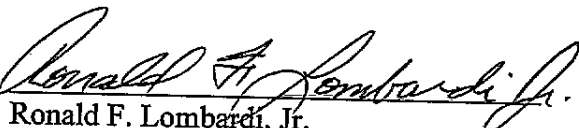
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CLERK OF STATE  
TALLAHASSEE, FLORIDA

According to a Statement of Action by the Sole Director of JRT Enterprises, Inc., in lieu of the 1999 Annual Meeting, action was taken pursuant to Section 607.0502, Florida Statutes to change the registered office and agent of JRT Enterprises, Inc.

1. Name of the Corporation: JRT Enterprises, Inc.
2. Current street address of registered office: 4475 Woodbine Road, Suite 7, Pace, Florida 32571.
3. New street address of the registered office: 15 West Main Street, Pensacola, Florida 32501.
4. Name of current registered agent: Timothy D. Wheat.
5. Name of new registered agent: Kievit, Kelly & Odom, P.A.. See attached Exhibit A.
6. The street address of JRT Enterprises, Inc.'s registered office and the street address of the business office of the registered agent are identical.
7. The change of registered office and agent are duly authorized by resolution of the Board of Directors of JRT Enterprises, Inc. See attached Exhibit B.

5/5/99 (14)  
4/23/99  
Date

JRT ENTERPRISES, INC.,

  
Ronald F. Lombardi, Jr.  
President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept the service of process for JRT ENTERPRISES, INC., as set forth in its Statement of Change of Registered Office and Agent, the law firm of Kievit, Kelly & Odom, P.A., by its undersigned President, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 27th day of May, 1999.

KIEVIT, KELLY & ODOM, P.A.

By: Robert W. Kievit  
Robert W. Kievit, President

RWK:skh:May 27, 1999

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**FILED**  
99 JUN -2 PM 4:38  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE



**STATEMENT OF ACTION OF THE  
SOLE DIRECTOR OF JRT ENTERPRISES, INC.  
IN LIEU OF 1999 ANNUAL MEETING**

The undersigned, being the sole director of JRT Enterprises, Inc., a Florida corporation, pursuant to Section 607.0821, Florida Statutes, which authorizes the director of a corporation to take action by unanimous written consent without a meeting, hereby consents to the following actions:

1. BE IT RESOLVED that Ronald F. Lombardi, Jr. is elected as the President and Chief Executive Officer of JRT Enterprises, Inc.
2. BE IT RESOLVED that Jim Lambeth is elected as Vice President and Treasurer of JRT Enterprises, Inc., and is appointed Chief Operations Officer.
3. BE IT RESOLVED that Roy Monica is elected as Vice President and Secretary of JRT Enterprises, Inc., and is appointed Chief Information Officer.
4. BE IT RESOLVED that Timothy D. Wheat is no longer an officer or the Chief Financial Officer of JRT Enterprises, Inc. Furthermore, he is to have no further affiliation with the corporation other than as a shareholder. Finally, he is to turn over all corporate records and funds in his possession to the Secretary of the JRT Enterprises, Inc. immediately.
5. BE IT RESOLVED that the acts of Ron Lombardi, Jim Lambeth, and Roy Monica in carrying on the regular business of JRT Enterprises, Inc. during the prior fiscal year and through the date of this action are hereby ratified and confirmed, including but not limited to the hiring Michael Stebbins and the law firm of Kievit, Kelly & Odom to represent JRT Enterprises, Inc.
6. BE IT RESOLVED that Article II, Section 6 of the By-Laws of JRT Enterprises, Inc. is amended to allow the corporation to have three directors.
7. BE IT RESOLVED that the registered office and agent of JRT Enterprises, Inc. are changed. The initial registered office was 4475 Woodbine Road, Suite 7, Pace, Florida 32571. The new registered office is 15 West Main Street, Pensacola, Florida 32501. The current registered agent is Timothy D. Wheat. The new registered agent shall be the law firm of Kievit, Kelly & Odom, P.A..

**EXHIBIT**

B

I certify that the undersigned is the only Director of the corporation and is entitled to vote on the foregoing matters and that taking such action by written consent of the Director is in accordance with the By-Laws of JRT Enterprises, Inc.

Dated as of the <sup>5TH</sup> ~~23rd~~ day of <sup>MAY</sup> ~~April~~, 1999.

  
Ronald Lombardi