

P97000008553
All South Mortgage, Inc.

August 15, 1997

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

100002286001--8
-09/05/97--01097--008
*****35.00 *****35.00

Re: Change of Registered Agent
All South Mortgage, Inc.
Ref: Doc # P97000008553

Gentlemen:

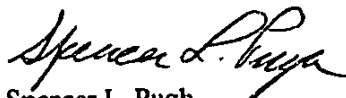
At the time of incorporation, AmeriLawyer of Coral Gables, Florida was designated as the duly registered agent, for the convenience of formation. Since the corporation has a permanent address located in Bradenton, Florida, we wish to make a change to reflect our current situation.

Please change your records to show the following:

REGISTERED AGENT:	Spencer L. Pugh, President
MAILING ADDRESS:	9120 58 th Drive East Bradenton, FL 34202

All future inquiries or notifications should be directed as indicated herein. Should you have any questions in regard to this, please contact us immediately.

Very truly yours,



Spencer L. Pugh
President

SLP/jwb

Copy To:

Lawrence J. Spiegel, Attorney at Law
AmeriLawyer
343 Almeria Avenue
Coral Gables, FL 33134

RA change

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97 SEP -4 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TLL SEP 4 1997

9120 58th Drive East
Bradenton, FL 34202

Residential & Commercial
Licensed Mortgage Brokerage Business

Office (941) 752-9200
Fax # (941) 752-9300



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 20, 1997

ALL SOUTH MORTGAGE, INC.
% SPENCER L. PUGH
9120 58TH DRIVE EAST
BRADENTON, FL 34202

SUBJECT: ALL SOUTH MORTGAGE, INC.
Ref. Number: P97000008553

RECEIVED
97 SEP -4 AM 9:35
DIVISION OF CORPORATIONS

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

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

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 797A00042228

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 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 is: ALL SOUTH MORTGAGE, INC.
2. The mailing address of the corporation is: 9120 58TH DRIVE EAST
BRADENTON, FL. 34202
3. Date of incorporation/qualification: JANUARY 28, 1997 Document number: P97000008553
4. The name and address of the current registered agent and office:

AMERILAWYER
343 ALMERIA AVENUE
COREAL GABLES, FL 33134

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

SPENCER L. PUGH, PRESIDENT
9120 58TH DRIVE EAST
BRADENTON, FL. 34202

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Spencer L. Pugh 8/28/97
(Signature of an officer, chairman or vice chairman of the board) (Date)

SPENCER L. PUGH, 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.

Spencer L. Pugh 8/29/97
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

SPENCER L. PUGH PRESIDENT
(Typed or Printed Name) (Capacity)