

**Gottlieb & Gottlieb**  
ATTORNEYS AT LAW  
A Professional Association

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P97000010800

Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 33301

FILED  
97 MAY -9 AM 9:36  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

05/03/1997

RE: AMERICAN EAGLE AUTOMOTIVE GROUP, INC. - Incorporation  
OUR FILE NUMBER: 3486

Gentlemen:

Enclosed is an executed Statement of Change of Registered Office or Registered Agent for the captioned corporation, along with my trust account check for the filing fee of \$35.00. Please process these immediately, and revise your records.

Very truly yours,

GOTTLIEB & GOTTLIEB, P.A.

  
Bruce M. Gottlieb

BMG/aw  
Enclosures

400002173204--1  
-05/09/97--01094--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

PA Change  
5/14/97  
DC



Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE  
OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of Sections 607.034 and 607.037, 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: American Eagle Automotive Group, Inc.

1a. Date of incorporation 2/03/1997 Document number P97000010800

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

Capital Connection, Inc.  
417 E. Virginia St., Suite 1  
Tallahassee, FL 32301

3. The name and address of the successor registered agent and office:  
(P. O. BOX NOT ACCEPTABLE)

Bruce M. Gottlieb, Esq.  
125 North 46 Avenue  
Hollywood, FL 33021

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TALLAHASSEE, FLORIDA

The address of its registered agent and the 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.

SIGNATURE

(President or Vice President)

DATE 3/1/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

(Registered Agent)

DATE 3/1/97

FILING FEE: 35.00  
\$20.00