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ATTORNEYS AT LAW

SCOTT, ROYCE, HARRIS, BRYAN, BARRA & JORGENSEN, P.A.

February 26, 1997

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Jupiter Capital Corporation

000002101070--7
-02/28/97--01070--007
*****35.00 *****35.00

Dear Sir or Madam:

I am enclosing an original Statement of Change of Registered Office and Registered Agent form relative to the above-referenced matter.

Also enclosed herewith is our firm's trust account check in the amount of Thirty-Five Dollars & 00/100 (\$35.00) for said Change of Registered Office and Registered Agent.

Should you have any questions, please do not hesitate to contact us.

Sincerely,

Cindy T. Hartman,
Assistant to Richard K. Barra

FKB:cm384001008.LTR
Enclosure

SH 3/3
PA Ch.

FILED
97 FEB 28 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RICHARD K. BARRA • JOHN L. BRYAN, JR. • J. RICHARD HARRIS
JOHN M. JORGENSEN • DONNA A. MADEAU • KEVIN M. WAGNER
RAYMOND W. ROYCE • ROBERT C. SCOTT (1925-1982)

4400 POA BOULEVARD, SUITE 800 • PALM BEACH GARDENS, FLORIDA 33410
(561) 624-3900 • FAX (561) 624-3533

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Jupiter Capital Corporation

2. The name and address of its present registered agent is:

Brian M. Beauchamp, P.A.
6121 S.W. Riverboat Drive
Stuart, FL 33497

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TALLAHASSEE, FLORIDA

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

Richard K. Barra, Esq.
Scott, Royce, Harris, Bryan,
Barra & Jorgensen, P.A.
4400 PGA Boulevard, Suite 800
Palm Beach Gardens, FL 33410

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Claude Hug, President
(Typed or printed name and title)

Signature

(President or Vice-President)

Date

2/18/97

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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Richard K. Barra, Esq.

Signature

(Agent)

Date

2/25/97