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REPLY TO:
ORLANDO OFFICE

May 14, 1997

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*****35.00 *****35.00

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

Re: The John Robert Collection Inc.


Dear Sir/Madam:

Enclosed please find a statement of change of the registered office and registered agent of the above referenced corporation and a check in the amount of \$35.00 to cover the required fee.

Please acknowledge receipt of this change request by signing and returning the enclosed copy of such form to this office in the return envelope enclosed herewith.

Thank you for your assistance in this matter. If you have any questions regarding the above, please do not hesitate to call me.

Sincerely,


Christine A. Capozza
Corporate Staff Assistant

:CAC
enclosures



WINDERWEEDLE
HAINES, WARD
& WOODMAN, P.A.

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97 MAY 20 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CHANGE OF REGISTERED AGENT
OF
THE JOHN ROBERT COLLECTION INC.**

DESIGNATION OF REGISTERED AGENT

The undersigned, Robert Mendez, President of The John Robert Collection Inc. hereby accepts the resignation of Paula Pratt as Registered Agent of the Corporation, effective this date, and hereby appoints Timothy Olier as the successor Registered Agent of the Corporation, effective this date. The street address of the registered office of this Corporation is 809 N. Mills Avenue, Orlando, FL 32803.

DATED as of the 30th day of March, 1997

Robert Mendez

President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, Timothy Olier, hereby accepts the appointment to serve as successor Registered Agent of The John Robert Collection Inc. effective this date.

DATED as of the 30th day of March, 1997.

Timothy Olier

J. Olier