

Swann, Hadley & Alvarez P.A.
Attorneys and Counselors at Law

P.O. BOX 1961
WINTER PARK, FLORIDA 32790-1961
TELEPHONE (407) 647-2777
FAX (407) 647-2157

Pervie P. Swann (1895 - 1984)

P. Raul Alvarez, Jr.
Stuart P. Buchanan
Ralph V. Hadley, III
Thomas H. Justice, III
Jeffrey P. Milhausen
Richard R. Swann
Griffith J. Winthrop, III
Of Counsel:
L. Pharr Abner

Kissimmee Office:
2710 North Orange Blossom Trail
Suite 201
Kissimmee, Florida 34744
Telephone (407) 944-4333
Fax (407) 944-4336

Reply To:
Winter Park Office

17 December 1997
P97000017894

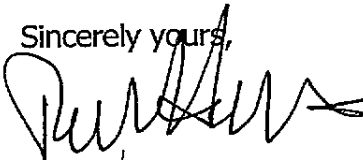
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

000002379690--7
-12/22/97--01140--017
*****35.00 *****35.00

Re: D.A.J. Guani Investors, Inc.

Dear Sir or Madam:

I enclose the executed Statement of Charge of Registered Office or Registered Agent, together with our check in the amount of \$35 for filing.

Sincerely yours,

RALPH V. HADLEY, III

RVH,III/ja

Encs.

FILED
97 DEC 22 AM 10: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. change

See file

Florida Department of State, Jim Smith, 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.

1a. The name of the corporation is: D.A.J. Guani Investors, Inc.

1b. Date of incorporation 2/25/97 Document number P97-17894

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

Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

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

Swann & Hadley, P.A.

1031 W. Morse Boulevard, Suite 270, Winter Park, FL 32789

The street address of its registered agent 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.

Dennis K. Benbow
SIGNATURE
12/15/97
DATE

Dennis K. Benbow, V. President
Typed or printed name and title

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.

Swann & Hadley P.A.
SIGNATURE BY: *[Signature]*
(Registered Agent)
DATE 12/17/97

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

