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NEW FILINGS	AMENDMI	NTS TO THE		
Profit	Amendment		2000023	3125329 9701102003
NonProfit	Resignation of F	R.A., Officer/ Director	******3	5.00 *****35.00
Limited Liability	Change of Regis	stered Agent		
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OTHER FILINGS  Annual Report  Fictitious Name	Foreign	ATION/ CATION		DIVISION OF CORFORATIONS 97 OCI -6 AMII: 13
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# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 16, 1997

CATHY L. LUSTER
PRECISE BOOKKEEPING & BUSINESS SERVICES
360 13TH STREET N.W.
NAPLES, FL 34120

SUBJECT: MICHAEL EULER, INC. Ref. Number: P97000021146

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

To resign as registered agent for a corporation, the enclosed resignation form should be completed and returned with a fee of \$87.50 for an active corporation or \$35 for an administratively dissolved corporation.

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: 997A00045928

### 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 ofFlorida				
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: Michael Euler, Inc.				
2. The mailing address of the corporation is: 1076 Cooper Drive				
Naples, Florida 34103				
3. Date of incorporation/qualification: March 3, 1997 Document number: P97000021146 4. The name and address of the current registered agent and office:				
Cathy L. Luster				
360 - 13th Street N.W.				
Naples, Florida 34120 9				
5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)				
Michael Euler				
1076 Cooper Drive				
Naples, Florida 34103				
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.				
(Signature of an officer, chairman or vice chairman of the board)  (Date)				
Michael Euler, 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.				
Michael Land 9/30/97 (Signature of Registered Agent) 9/30/97				
If signing on behalf of an entity:				
(Typed or Printed Name) (Capacity)				

FILING FEE: \$35.00

CR2E045(1/95)

### WAIVER OF NOTICE OF SPECIAL MEETING

#### OF THE

### BOARD OF DIRECTORS

OF

Michael Euler,	Inc.
WE the undersigned by	eing all of the Directors of the Corporation,
hereby agree and consent that a special Corporation be held on the date and ti	Il meeting of the Board of Directors of the me and at the place designated hereunder, and of such meeting and of any adjournment or
adjournments thereof.	or such meeting and or any adjournment or
be transacted at such meeting or at any be deemed advisable by the Directors meeting or at any adjournment or adjo	d consent that any and all lawful business may adjournment or adjournments thereof as may present thereat. Any business transacted at such urnments thereof shall be as valid and legal and meeting or adjourned meeting were held after
Place of Meeting :	1076 Cooper Drive
Date of Meeting :	September 8, 1997
Time of Meeting :	3:30 P.M.
Purpose of Meeting :	To accept of Cathy L. Luster, as registered agent. To designate Michael Euler, as new registered agent.
Dated: 9/8/97	Muchaelle Presidet Director Director
	Director
	Director