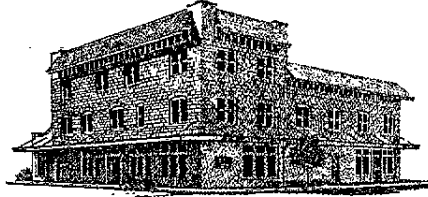


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HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.

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1206 Manatee Avenue West
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W. NELON KIRKLAND



Please Reply To:
Post Office Box 400
Bradenton, Florida 34206-0400

Fax: (941) 746-9229

November 3, 1997

Florida Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

Re: FIRST BERMUDA CORPORATION, INC.

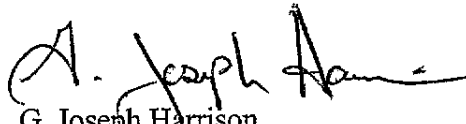
Gentlemen:

Enclosed herewith for filing with the State of Florida is the Statement of Change of Registered Office and Change of Registered Agent along with a check in the amount of \$35.00 to cover the filing fee.

Please send confirmation of this filing to the attention of the undersigned.

Very truly yours,

HARRISON, HENDRICKSON, DOUGLASS
& KIRKLAND, P.A.


G. Joseph Harrison

GJH:jd
Enclosures

H:\j-davis\State filing S Appel.doc

FILED
97 NOV -6 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. change

See
11/12



GEORGE FIRESTONE
SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

FILED
97 NOV -6 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W. McINNON, DIRECTOR
DIVISION OF CORPORATIONS

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

To the Secretary of State of the State of Florida.

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 for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

FIRST: The name of the corporation is FIRST BERMUDA CORPORATION, INC.

SECOND: The address of its present registered agent is 4634 Little John Trail,
Sarasota, FL 34232

THIRD: The address to which its registered agent is to be changed is 1487 Second Street,
Suite A, Sarasota, FL 34236

FOURTH: The name of its present registered agent is Ellen Weinberg

FIFTH: The name of its successor registered agent is Stanley S. Appel

SIXTH: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of directors.

Dated , 19 97

FIRST BERMUDA CORPORATION, INC.

(exact corporate name)

SIGNATURE Stanley S. Appel

(President or Vice-President)

FILING FEE: ~~\$300~~ \$35.00

DATE

SIGNATURE

(Registered Agent)

DATE