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August 27, 1997

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32399

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

RE: SONG-O-SAU'RUS, INC.

Dear Sir or Madam:

Enclosed please find two copies of Statement of Change of Registered Office or Registered Agent or Both for Corporations for the above-referenced corporation.

Also enclosed please find our check in the amount of \$35.00 constituting the filing fee.

Please stamp and return the enclosed copy as confirmation of filing. A stamped, self-addressed envelope is provided for your convenience.


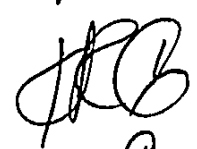
Thank you for your assistance in this matter.

Sincerely,


Robert G. Clements
POOLE, CLEMENTS & DAWSON, P.A.

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 SEP -2 AM 10:23

RGC/
Enclosures



9-10

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 607.1508, 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:

SONG-O-SAU'RUS, INC.

1b. The mailing address of the corporation is:

109 West 17th Street, Sanford, Florida 32771

1c. Date of incorporation: May 7, 1997

Document number: P97000042347

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

Robert G. Clements, 644 West Colonial Drive, Orlando, FL 32804

3. The name and address of the new registered agent and office:

Richard L. Zellon, 109 West 17th Street, Sanford, Florida 32771

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.


Richard L. Zellon, President/Director

Date: August 24, 1997

Having been named as registered agent and to accept service of process for the above sated 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.


Richard L. Zellon

Date: August 24, 1997