

FISHER, RUSHMER, WERREN RATH,  
DICKSON, TALLEY & DUNLAP, P.A.  
ATTORNEYS AT LAW

SUITE 1500 FIRST UNION BUILDING  
20 NORTH ORANGE AVENUE • P.O. BOX 712  
ORLANDO, FLORIDA 32802-0712  
(407) 843-2111  
TELEFAX (407) 422-1080

Steven M. Fahlgren  
Internet Address: SA.FAHLGREN@FISHERLAWFIRM.COM

P970000046026

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

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-07/07/00--01091--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

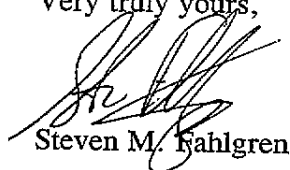
RE: Automax Automotive Group, Inc.  
Our File No.: 999-522

Dear Sir/Madame:

Enclosed you will find a Statement of Change of Registered Agent regarding Automax Automotive Group, Inc., along with a check made payable to the Department of State in the amount of \$35.00. Please supply the undersigned with a stamped copy of the change once effective.

Should you have any questions, please feel free to contact me.

Very truly yours,

  
Steven M. Fahlgren

SMF/gb

Enclosures

c: Frank Nero

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Under the provisions of F.S. 607.0502 or 607.1508, the undersigned corporation organized under the laws of the state of Florida submits the following statement to change its registered office or registered agent, or both, in the state of Florida.

1. The name of the corporation is: AUTOMAX AUTOMOTIVE GROUP, INC.
2. The mailing address of the corporation is: 3113 Lawton Road, Suite 225, Orlando, FL 32803.
3. Date of incorporation/qualification: May 22, 1997.  
Document number: P97000046026
4. The name and address of the current registered agent and office:

John D. Mahaffey, Jr., Esq.  
Law Offices of Mahaffey & Leitch  
3113 Lawton Road, Suite 225  
Orlando, FL 32803

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

STEVEN M. FAHLGREN, ESQ.  
Fisher, Rushmer, Werrenrath, Dickson, Talley & Dunlap, P. A.  
1500 First Union Building  
20 N. Orange Avenue  
P.O. Box 712  
Orlando, FL 32802-0712

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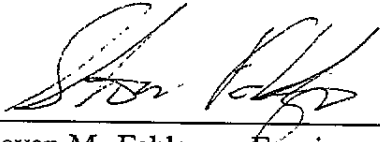
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

This change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

  
\_\_\_\_\_  
Frank Nero  
President

  
\_\_\_\_\_  
Date June 29, 2000

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Steven M. Fahlgren, Esquire

7/5/2000

Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA