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RUDNICK & WOLFE

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8/25/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: RUDNICK & WOLFE
CONTACT: JUDITH E COVEY
PHONE: (813)229-2111

ACCT#: 076424002364

FAX #: (813)229-1447

NAME: BIG TYME ENTERTAINMENT INTERNATIONAL, INC.
AUDIT NUMBER.....H97000014002
DOC TYPE.....REGISTERED AGENT CHANGE
CERT. OF STATUS...0
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**STATEMENT OF CHANGE OF REGISTERED OFFICE OR
REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of Section 607.0502, Florida Statutes, the undersigned corporation incorporated 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: Big Tyme Entertainment International, Inc.
- 1b. The mailing address of the corporation is: 7802 Ridgmont Drive, Suite C, Tampa, Florida 33619
- 1c. Date of incorporation 05/28/97 Document number H97000046721
2. The name and address of the current registered agent and office:
- Andrew L. McIntosh
101 E. Kennedy Boulevard, Suite 2000
Tampa, Florida 33602
3. The name and address of the new registered agent and office:
- C T Corporation System
1200 S. Pine Island Road
Plantation, Florida 33324

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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.

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

DATE: June 19th, 1997.

BIG TYME ENTERTAINMENT INTERNATIONAL, INC.

By: Paul Means

Paul Means, President

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, C T Corporation System ("C T") hereby accepts the appointment as registered agent and agrees to act in this capacity. C T further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and C T is familiar with and accepts the obligation of its position as registered agent.

Dated: 8-21, 1997.

C T CORPORATION SYSTEM

By: Vicky Goldstein

Name: VICKY GOLDSTEIN

Title: SPECIAL ASSISTANT SECRETARY

REGISTERED AGENT

Prepared by: Andrew L. McIntosh
Florida Bar No. 0881041
Rudnick & Wolfe
101 E. Kennedy Blvd., Suite 2000
Tampa, Florida 33602
(813) 229-2111