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Riden, Earle & Kiefner, P.A.
LAWYERS

Michael F. Bremer
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• James T. Earle, Jr.
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M. Deanna Harris
Clifford J. Hunt
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July 17, 1997

Neil G. Kiefer
John R. Kiefner, Jr.
• Timothy A. Miller
Thomas K. Riden
James C. Rowe
• D. Jay Snyder
• Christopher B. Young

Edwin B. Kagan
(of Counsel)
FILED
22 JUL 22 AM 11:33
TALLAHASSEE FLORIDA
SECRETARY OF STATE

Annual Reports Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: BRAUER FINANCIAL, INC., Change of Registered Agent
Our File No. 08826.020

000002244150--5
-07/22/97--01110--001
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed for filing with the Secretary of State, Division of Corporations, please find a Statement of Change of Registered Agent for Brauer Financial, Inc. together with our Trust Account check in the amount of \$35.00 as payment of the filing fee.

I have also enclosed an extra copy of the Statement of Change. Please stamp this and return it to the undersigned in the envelope provided for your convenience.

Should you have any questions, please contact my office. Thank you for your assistance in this regard.

Sincerely,

RIDEN, EARLE & KIEFNER, P.A.

JOHN R. KIEFNER, JR., ESQUIRE

JRK/tab
Enclosure
cc Gerald G. Brauer

RA Chg.

VS JUL 25 1997

JRK/170830.1

4th Floor • North Tower • 100 2nd Avenue South • St. Petersburg, Florida 33701-4336
(813) 822-6000 • Fax (813) 821-3721 • attorney@rek.com

Board Certified: • Civil Trial Lawyer • Workers Compensation • Taxation • Certified Circuit Civil Mediator

STATEMENT OF CHANGE OF REGISTERED AGENT FOR
BRAUER FINANCIAL, INC.

Pursuant to the provisions of section 607.0502 or 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 agent, in the State of Florida.

1. The name of the corporation is: BRAUER FINANCIAL, INC.

1a. Date of Incorporation July 1, 1997 Document Number P97000057579

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

Clifford J. Hunt, Esquire, 4th Floor, North Tower, 100 2nd Avenue South, St. Petersburg, FL 33701-4336.

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

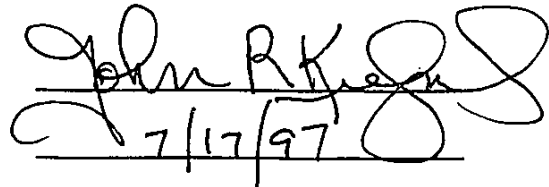
John R. Kiefner, Jr., Esquire, 4th Floor, North Tower, 100 2nd Avenue South, St. Petersburg, FL 33701-4336.

The street address of its registered agent 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

DATE


7/17/97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE

DATE


JOHN R. KIEFNER, JR., ESQUIRE
7/17/97