

ANTONELLO, FEGERS & CEA

Attorneys at Law

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Also admitted to
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SunTrust Building
241 Security Square
Post Office Box 7692
Winter Haven, Florida 33883-7692

July 28, 1998

Telephone (941) 294-2898

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Unique Ventures, Inc./Statement of Change of Registered Office or Registered Agent

Dear Sir:

Enclosed please find the Statement of Change of Registered Office or Registered Agent or Both for Corporations. Also enclosed is our firm's check in the amount of \$35.00 to cover the fee for same. Also, per the instructions from your office, this letter is also to serve as the request to change the address of the principal place of business to be as follows:

Unique Ventures, Inc.
57 West Central Avenue
Lake Wales, FL 33853

400002602774--4
-07/30/98--01063--005
*****35.00 *****35.00

Thank you for your time and attention regarding the above. Should you have any questions, or need additional information, please do not hesitate to contact the office.

Sincerely,

ANTONELLO, FEGERS & CEA,

Peggy DeVivo
Peggy DeVivo,
Legal Assistant

/pd
Enclosures

FILED
98 JUL 30 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
99700006042
2 pgs / RACH / 7-30-98

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

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, 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.

1. The name of the corporation is: UNIQUE VENTURES, INC.
2. The mailing address of the corporation is: Change to: 57 West Central Avenue
Lake Wales, FL 33853
3. Date of incorporation/qualification: 7/10/97 Document number: P97000060422
4. The name and address of the current registered agent and office:

Mark Porteous

2310-B East Church Street

Orlando, FL 32803

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Steven Goldwyn

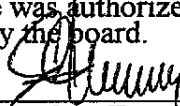
57 West Central Avenue

Lake Wales, FL 33853

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(Signature of an officer, chairman or vice chairman of the board)

7/23/98
(Date)

Steven Goldwyn, Secretary

(Printed or typed name and title)

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


(Signature of Registered Agent)

7/23/98
(Date)

If signing on behalf of an entity:

Steven Goldwyn

(Typed or Printed Name)

Registered Agent

(Capacity)

***** FILING FEE: \$35.00 *****