



NATIONS HOLDING CO.

P97000064423

5370 W. 95th St.
Prairie Village, KS 66207
Phone (913) 383-9248
Fax (913) 383-1840

January 22, 2002

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

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

To Whom It May Concern:

Enclosed please find a Statement of Change of Registered Office or Registered Agent for Challenge Financial Investors, Inc. I have also enclosed a check in the amount of \$35.00 made payable to the State of Florida for the filing fee.

If you have any questions, please feel free to call me at 913-383-9248 ext.229. I will be happy to assist in any way I can.

Sincerely,

Marie Moore

Marie Moore
Corporate Legal Department
Licensing Attorney

Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RA Change
1.2.02
(10)

2/1/02 As per
m. moore,
make changes
if necessary

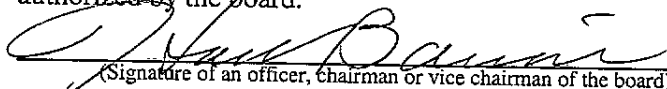
**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

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 : Challenge Financial Investors Corp.
2. The mailing address of the corporation : 1301 Seminole Blvd. Ste.140
Largo, Florida 33770
3. Date of incorporation/qualification: 07/25/97 Document number: P97000064423
4. The name and address of the current registered agent and office:
E. Eugene Anderson
1301 Seminole Blvd. Ste.140
Largo, Florida 33770
5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)
Harold Barian
1301 Seminole Blvd. Ste.140
Largo, Florida 33770

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)

1/14/02
(Date)

Harold Barian - President
(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)

1/14/02
(Date)

If signing on behalf of an entity:

Harold Barian

(Typed or Printed Name)

President

(Capacity)

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