



THE UNITED STATES  
CORPORATION  
COMPANY

P97000071770

ACCOUNT NO. : 072100000032

REFERENCE : 550184 4656E

AUTHORIZATION : *Patricia*

COST LIMIT : \$ 35.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 OCT -1 PM 3:25

APPROVED  
AND  
FILED

ORDER DATE : October 1, 1997

ORDER TIME : 12:17 PM

ORDER NO. : 550184

CUSTOMER NO: 4656E

CUSTOMER: Michele J. Turton, Legal Asst  
Greenberg Traurig Hoffman  
111 North Orange Avenue  
Suite #2050  
Orlando, FL 32801

CHANGE OF AGENT

600002308876--2

NAME: CPM BRAZIL, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Lori R. Dunlap

SECTION OF CO. SECTION

97 OCT -1 PM 1:39

*OK*  
*P97000071770*  
*208*  
*RAcr*  
*10-1-97*

Florida Department of State, Sandra B. Mortham, Secretary of State

**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: CPM BRAZIL, INC.2. The mailing address of the corporation is: 5201 NORTH ORANGE BLOSSOM TRAIL  
ORLANDO, FLORIDA 328103. Date of incorporation/qualification: 08/19/97 Document number: P97000071770

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

THE CORPORATION SERVICE COMPANY1201 HAYS STREET,TALLAHASSEE, FL 32301-2607

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

JOHN E. ELLIOTT5201 NORTH ORANGE BLOSSOM TRAILORLANDO, FL 32801

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)JOHN E. ELLIOTT, VICE PRESIDENT

(Printed or typed name and title)

2-22-97  
(Date)09/22/97

(Date)

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)9-22-97  
(Date)

If signing on behalf of an entity:

JOHN E. ELLIOTTVICE PRESIDENT

(Typed or Printed Name)

(Capacity)

SECRET  
TALLAHASSEE, FLORIDA

97 OCT -1 PM 3:35

APPROVED  
AND  
FILED