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ATTORNEY AT LAW

WILLIAM E. SHENKO, JR.

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October 2, 1997

P97000072712

Secretary of State  
Florida Department of State  
Divisions of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314-6327

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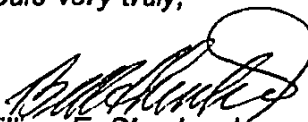
Re: New Plains Sand Factory, Inc.

To Whom It May Concern:

Enclosed is Statement of Change of Registered Office and Agent in regard to the above referenced corporation. Also enclosed is a check in the amount of \$35.00, which represent your fees for this service.

Thank you for your assistance in this matter, and should you desire any additional information or documentation, please do not hesitate to contact me.

Yours very truly,

  
William E. Shenko, Jr.

WESJr/jbs  
enclosures

CC  
10-9-97  
R.A. Chang

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -6 AM 10:17

Charter No. P97000072712  
Date Filed 8/21/97

STATEMENT OF CHANGE OF REGISTERED OFFICE  
AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.


1. The name of the corporation is: New Plains Sand Factory, Inc.
2. The name and address of its present registered agent is:  
  
Filings, Inc.  
3732 NW 16th Street  
Fort Lauderdale, FL 33311
3. The name and street address to which its registered agent is to be changed is:  
  
William E. Shenko, Jr.  
2801 Estero Boulevard, Suite C  
Fort Myers Beach, FL 33931
4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.
5. Such change was authorized by resolution duly adopted by its Board of Directors or by an officer of the corporation so authorized by the Board of Directors.

Dated this 1 day of Sept, 1997.

  
Gerard T. Blain, Jr., President

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 PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Dated this 1 day of Sept, 1997.

  
William E. Shenko, Jr., Agent

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