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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 : Mesa Hydrocarbons, Inc.
2. The mailing address of the corporation : One Progress Plaza-Suite 15A
St. Petersburg, FL 33701
3. Date of incorporation/qualification: 8/25/97 Document number: P97000074209
4. The name and address of the current registered agent and office:
Pauline M. Fry
One Progress Plaza - Suite 1500
St. Petersburg, FL 33701
5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)
Suzanne C. Goodwin
One Progress Plaza - Suite 15B
St. Petersburg, FL 33701

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.

James E. Schroeder
(Signature of an officer, chairman or vice chairman of the board)

12/20/00
(Date)

James E. Schroeder, 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.

Suzanne C. Goodwin
(Signature of Registered Agent)

12/27/00
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

CR2E045(9/00)

DIVISION OF CORPORATIONS

P.O. Box 6327

TALLAHASSEE, FL 32314

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TOTAL P.08