

CCAS CORPORATION

3501 Del Prado Blvd., Suite 205

Cape Coral, Florida 33904

Telephone: (941) 542-2558

FAX: (941) 542-2320

P97000075650

September 18, 1997

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: C & A COUNTERTOPS, INC.

Document Number: P97000075650

200002300142--1

-09/22/97--01163--009

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

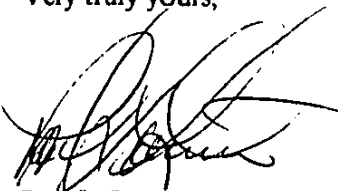
Gentlemen:

Enclosed please find signed and dated Statement of Change of Registered Office or Registered Agent or Both for Corporations for the above referenced Corporation.

Also enclosed is a check in payment of the fees due.

Thank you in advance for your attention to this matter.

Very truly yours,



Paul L. Larrow

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP 22 PM 1:49

APPROVED
AND
FILED

PA 7000075650
RA EM
9-22-97
286

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

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: C & A COUNTERTOPS, INC.
2. The mailing address of the corporation is: 11526 Dean St., Bonita Springs, FL 34125
3. Date of incorporation/qualification: Sept. 2, 1997 Document number: P97000075650
4. The name and address of the current registered agent and office:

Paul L. Larrow

3501 Del Prado Blvd., Suite 205

Cape Coral, FL 33904

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

Jill A. Ward

11526 Dean Street

Bonita Springs, FL 34125

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.

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

09/15/97
(Date)

Derek Ward, President

(Printed or typed name and title)

09/15/97
(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.

Jill A. Ward
(Signature of Registered Agent)

09/15/97
(Date)

If signing on behalf of an entity:

Jill A. Ward
(Typed or Printed Name)

(Capacity)

APPROVED
AND
FILED
97 SEP 22 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA