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FROM: MCGUIRE, WOODS, BATTLE & BOOTHE LLP
CONTACT: LINDA A QUINE
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NAME: FRENCH & COMPANY, INC.

AUDIT NUMBER.....H98000011128

DOC TYPE.....REGISTERED AGENT CHANGE

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

Pursuant to the provisions of Sections 607.0501 and 607.0502, 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 or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is FRENCH & COMPANY, INC.
- 1b. The mailing address of the corporation is 6900 Phillips Highway, Suite 2, Jacksonville, Florida 32216.
- 1c. Date of incorporation: September 26, 1997 Document number: P97000083743.
- 2. The name and address of the current registered agent and office:

RAX CO.
 50 North Laura Street, Suite 3300
 Jacksonville, Florida 32202

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

Barry M. French
6900 Philips Highway, Suite 2
Jacksonville, Florida 32216

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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.

Barry M. French
 Barry M. French, Prcsident

Dated: 5/31/98

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.

Barry M. French
 (Signature of Registered Agent)

Dated: 6/8/98