

P97000086935  
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CLIENT/MATTER NUMBER  
081981-0102

September 10, 1999

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

400002985334--4  
-09/13/99--01106--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Tiernan & Patrylo Corporation, Inc.

Dear Gentlemen:

Enclosed for filing are an original and copy of a Statement of Change of Registered Office or Registered Agent or Both For Corporations and the filing fee of \$35.00. Please date stamp the filing information on the enclosed copy and return it to me in the enclosed stamped and addressed envelope.

Thank you for your cooperation in this matter.

Very truly yours,

*John P. Horan*  
John P. Horan *A. Palson*

(Signed in Mr. Horan's absence to avoid delay in mailing)

JPHO:bp  
Enclosure

FILED  
99 SEP 13 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
*AC 9/20*  
*ka elg*

006.153388.1

ESTABLISHED 1842

A MEMBER OF GLOBALEX WITH MEMBER OFFICES IN BERLIN, BRUSSELS, DRESDEN, FRANKFURT, LONDON, SINGAPORE, STOCKHOLM AND STUTTGART

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

\*\*\* 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: Tiernan & Patrylo Corporation, Inc.

2. The mailing address of the corporation is: 581 E. Horatio Avenue, Maitland, Florida 32751

3. Date of incorporation/qualification: 10/07/97 Document number: P97000086935

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

James C. Banks

103 N. Gadsden Street

Tallahassee, Florida 32301

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

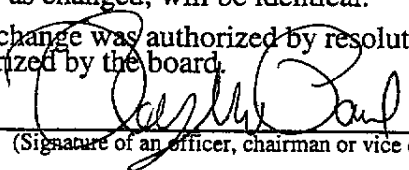
F&L Corp.

The Greenleaf Building, Third Floor, 200 Laura Street

Jacksonville, Florida 32201-0240

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)

9/1/99  
(Date)

RAUPH W. PAUL EXEC VICE PRES.  
(Printed or typed name and title)

                      
(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.

F&L Corp., A Wisconsin corporation

9/2/99

  
(Signature of Registered Agent)

                      
(Date)

By:

If signing on behalf of an entity:

John A. Sanders, as Agent and Authorized Signator

                      
(Typed or Printed Name)

                      
(Capacity)

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TALLAHASSEE, FLORIDA