

**MEDALIE & MEDALIE**

LAW OFFICE

DONALD B. MEDALIE

GREG MEDALIE

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**P970000 87052**

October 27, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

900002333789--3  
-10/30/97--01053--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00


Re: Change of Registered Agent for:  
ST. LOUIS II CORP. P97000087052  
BAHAMA BLACK INC. P97000087114  
SPITZER ENTERPRISES INC. P97000087050

Gentlemen:

Enclosed please find Change of Registered Agent forms and appropriate fees for the above captioned.

The zip code for the above corporations' corporate address is: **33060**. Please have your records reflect this zip code. If the zip code can not be updated by your office, please inform me how to accomplish this change.

Very truly yours,



Marla Shomer  
for Medalie & Medalie  
Enc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*R.A. Change*  
*LFS*  
*10-31-97*

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

**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: ST. LOUIS II CORP.

2. The mailing address of the corporation is: Ahearn Jasco + Co, c/o Frank Jaumot  
190 SE 19th Avenue, Pompano Beach, FL ~~33060~~ 33060

3. Date of incorporation/qualification: 10/8/97 Document number: P97000087052

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

UCC Filing & Search Services, Inc.  
526 E. Park Avenue  
Tallahassee, FL 32301

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

Frank Jaumot  
Ahearn Jasco + Co.  
190 SE 19th Avenue  
Pompano Beach, FL ~~33060~~ 33060

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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.

X Christiane Breton

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

10/14/97

(Date)

CHRISTIANE BRETON, 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.

Frank Jaumot  
(Signature of Registered Agent)  
Frank Jaumot

10/14/97

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)