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November 17, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

500002352075--7

11/19/97-01086--001

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


Re: Statement of Change of Registered Office and/or
Registered Agent of Philly Water Ice Company

Dear Sir/Madam: _

Enclosed please find the original and one (1) Copy of the Change of Registered Office and/or Registered Agent for the referenced Corporation. Also please find a check in the amount of \$35.00 to cover the filing fee.

Kindly return the copy of this change document after you have stamped it in the enclosed self-addressed, stamped envelope.

Very truly yours,


Tammy Chiriani
Legal Assistant

Enclosures

FILED
97 NOV 19 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 25 1997

CHANGE OF REGISTERED OFFICE
AND/OR REGISTERED AGENT

97 NOV 19 AM 9:56
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name of Corporation: PHILLY WATER ICE COMPANY

Present registered office (before change): Filings, Inc.
3732 N.W. 16th Street
Fort Lauderdale, FL 33311

New registered office: Suite 106
1 South Orange Avenue
Orlando, FL 32801

Present registered agent (before change): Filings, Inc.
3732 N.W. 16th Street
Fort Lauderdale, FL 33311


New registered agent: Richard Karnow
Suite 106
1 South Orange Avenue
Orlando, FL 32801

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of the above corporation are identical.

I further certify that the above change of registered office and/or registered agent has been authorized by resolution duly adopted by the Vestry (Board of Directors) of Philly Water Ice Company.

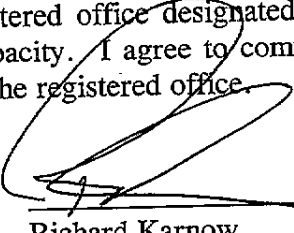
Date: November 12, 1997.

PHILLY WATER ICE COMPANY

By: 
Richard Karnow, President

ACKNOWLEDGEMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated above, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.



Richard Karnow
Registered Agent