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JENNIFER L. WHITELOW

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INTELLECTUAL PROPERTY
AND RELATED CAUSES

September 5, 2000

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

Florida Department of State
Division of Corporations
Post Office Box 6437
Tallahassee, Florida 32314

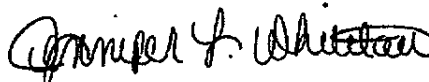
Re: **Change of Registered Agent**
MERCURY GOLF INTERNATIONAL, INC.

Dear Sir or Madam:

Enclosed for your processing are a Statement of Change of Registered Agent for Corporations, with our check for all required fees.

Thank you for your prompt attention to this matter.

Sincerely,


Jennifer L. Whitelaw

Enclosures - 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATEMENT OF CHANGE OF REGISTERED AGENT 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: Mercury Golf. International, Inc.
2. The mailing address of the corporation is: 12721 Hunter's Ridge Drive
Bonita Springs, FL 34135
3. Date of incorporation/qualification: November 12, 1997
4. The name and address of the current registered agent and office:

Thomas F. Hudgins
12721 Hunter's Ridge Dr.
Bonita Springs, FL 34135

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

Jennifer L. Whitelaw
3838 Tamiami Trail North, Third Floor
Naples, Florida 34103

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 Officer, chairman or vice chairman of the board)

Date _____

Terry Gould, 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.

id I am familiar with and accept the

Jennifer J. Whitlow

(Signature of Registered Agent)

August 30, 2000

Date _____

If signing on behalf of an entity:

(Type or Printed Name)

Capacity

JLW:pam for 84230103MERCURY GOLF INTERNATIONAL INC/CHANGE OF REGISTERED AGENT OR OFFICE

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TALLAHASSEE, FLORIDA