

P97000100388

BRIAN W. BROAD, P.A.

ATTORNEY AT LAW

1300 NORTH FEDERAL HIGHWAY, SUITE 107

BOCA RATON, FLORIDA 33432

FLORIDA & NEW YORK BARS

561 - 394 - 2321

March 4, 1998

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

000002449270--4  
-03/06/98--01059--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: DBM Financial Group, Inc.  
Change of Registered Agent/Office

Dear Sir or Madam:

Enclosed please find a Certificate Designating Change Of Registered Agent and Office, together with a check in the amount of \$35.00 as the filing fee, submitted on behalf of the above referenced Corporation.

Should you have any questions concerning this matter, please do not hesitate to call. Thank you for your cooperation in this matter.

Sincerely,



Brian W. Broad

BWB/sm  
97-556/ltrchg  
Enclosures; Check No. 2986

FILED  
98 MAR -6 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

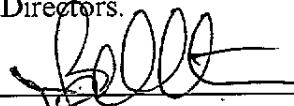
Atchg  
488  
3-10

CERTIFICATE DESIGNATING CHANGE  
OF  
REGISTERED AGENT

98 MAR -6 PM 1:39  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with section 607.0501, Florida Statutes, the following is submitted:

1. Name of the Corporation is DBM FINANCIAL GROUP, INC..
2. Street address of the current Registered Office is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311.
3. Name of the current Registered Agent is Filings, Inc.
4. Name of the successor Registered Agent is Jeffrey A. Bolton.
5. Street address of the new Registered Office is 240 W. Palmetto Park Road, Suite 300, Boca Raton, Florida 33432.
6. Such change of Registered Agent and Registered Office was authorized by an Officer of the Corporation, so authorized by the Board of Directors.


X   
Signature

Member  
Title

2/17/98  
Date

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: 2/17/98

X   
Signature

DBM FINANCIAL GROUP, INC./ chgregis