P 97000 101890 SAMUEL A. BLOCK, P.A.

2127 Tenth Avenue Vero Beach, Florida 32960 Telephone (561) 562-1600

Samuel A. Block Attorney at Law Telefax (561) 562-1740

December 16, 1997

Corporate Records Bureau Division of Corporations Florida Department of State Post Office Box 6327 Tallahassee, FL 32314

Re: Majestic Citrus Sales, Inc.

800002379708--5 -12/22/97--01146--009 *****87.50 *****87.50

Dear Sir/Madam:

Enclosed please find the original and one copy of a *Statement of Change of Registered Office, or Registered Agent, or Both for Corporations,* for the above-captioned corporation, together with this firm's check, in the amount of \$87.50. This check represents \$35.00 for your filing fee and \$52.50 for a certified copy.

Please return the certified copy of the **Statement of Change** evidencing your approval of same after the Statement has been filed with your office.

Yours truly,

SAMUEL A. BLOCK

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Enclosures SAB/pab 97 DEC 22 PH 6: 21

SECRETARY OF STATE VISION OF CORFORATIONS

RAChange 01-05-98

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH FOR CORPORATIONS

Pursuant to the provisions of Sections 607.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

1a.	The name of the	corporation i	s Maje	ESTIC C	ITRUS S	SALES, I	NC.
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- 1b. Date of Incorporation: 12/3/97; Document Number: P9700010189
- 2. The name and address of the current registered agent and office: Samuel Block, 2127 10th Avenue, Vero Beach, Florida 32960.
- 3. The name and address of the new registered agent and office (P.O. Box not acceptable): J. Richard Graves, Jr., 1015 34th Avenue, Vero Beach, Florida 32960.

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.

RICHARD GRAVES, JR., President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

J. RICHARD GRAVES, JR., Registered Agent

Date: 12/15/97

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