

P98000006924

DAVID A. CARTER, P.A.

ATTORNEY AT LAW

2300 GLADES ROAD

SUITE 210, WEST TOWER
BOCA RATON, FLORIDA 33431

(561) 750-6999

TELECOPIER (561) 367-0960

NEW YORK OFFICE

120 WALL STREET

NEW YORK, NEW YORK 10005

(212) 269-1400

DAVID A. CARTER*

OF COUNSEL

BERT L. GUSRAE**

GUSRAE, KAPLAN & BRUNO

*MEMBER OF FLA AND IOWA BAR

**MEMBER N.Y. BAR ONLY

FEDERAL EXPRESS

February 19, 1998

State of Florida
Department of Corporations
Corporate Division
409 East Gaines Street
Tallahassee, Florida 32399

300002436563--4

-02/20/98--01085--002

*****87.50 *****87.50

Re: Datalister, Inc.

Dear Sir/Madam:

Enclosed is one (1) original and one (1) copy of the Statement of Change of Registered Office or Registered Agent or Both for Corporations in connection with Datalister, Inc. Please file the original in your office and return to us one file-stamped certified copy. Please return the certified copy via Federal Express, account #1049 5193 5.

I have also enclosed a check in the amount of \$87.50 to cover the Designation of Registered Agent fee and certified copy fee.

If you have any questions or need any additional information, please do not hesitate to contact the undersigned. Thank you for your attention to this matter.

Very truly yours,
David A. Carter, P.A.

By: Susan M. Massinger
Susan M. Massinger
Legal Secretary

SMM/mmi
cc: Datalister, Inc.
ipartners\floridal.cvr

FILED
FEB 20 PM 3:06
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

FEB 23 1998

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: Datalister, Inc.

2. The mailing address of the corporation is: 306 E. Main Street, Suite 202
Lakeland, Florida 33801

3. Date of incorporation/qualification: 1/21/98 Document number: P98000006924

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

William H. Wakeman, III

306 E. Main Street, Suite 202

Lakeland, Florida 33801

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

Richard Wakeman

306 E. Main Street, Suite 202

Lakeland, Florida 33801

FILED
98 FEB 20 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

2/13/98
(Date)

Richard Wakeman, President

(Printed or typed name and title)

(Date)

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.

Richard Wakeman
(Signature of Registered Agent)

2/13/98
(Date)

Richard Wakeman

If signing on behalf of an entity:

Richard Wakeman

(Typed or Printed Name)

President

(Capacity)