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Refer to File No.
003314/981021

Writer's Direct Dial No.
898-6690

June 5, 1998

Registered Agent/Address Section
Bureau of Corporate Records
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

98 JUN -8 AM 11:41
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-06/08/98--01072--001
*****35.00 *****35.00

RE: PANTHERA INVESTMENTS, INC.

Gentlemen:

Enclosed please find the original and duplicate copy of a Change of Registered Office and Agent for the above-referenced corporation, along with our check in the amount of \$35.00 representing the filing fee.

Please acknowledge filing of this document by stamping the duplicate copy and returning same to me.

If you have any questions in connection with the documents, or need further information, please contact me by telephone rather than returning the document.

Very truly yours,

Sue Thomas

Sue Thomas,
Paralegal to
Holger D. Gleim

VS JUN 15 1998

ST/lpb

Enc.

cc: Panthera Investments, Inc.
128597

RA Chg.

CHANGE OF REGISTERED OFFICE AND AGENT
OF
PANTHERA INVESTMENTS, INC.

FILED
98 JUN -8 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: SECRETARY OF STATE OF FLORIDA

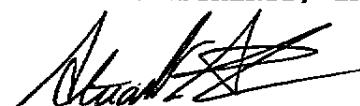
1. The name of the Corporation is Panthera Investments, Inc.
2. The current registered office is located at 150 2nd Avenue North, Suite 1100, St. Petersburg, FL 33701.
3. The registered office will be changed to 201 North Franklin Street, One Tampa City Center, Suite 2650, Tampa, Florida 33602.

THIS IS THE CORRECT BUSINESS ADDRESS OF THE CORPORATION,
PLEASE CHANGE YOUR RECORDS ACCORDINGLY.

4. The current registered agent is Holger D. Gleim.
5. The successor registered agent will be Stuart G. Lasher.
6. The street address of the Corporation's registered office and the business office of its registered agent, as changed above, will be identical.
7. All changes made above have been authorized by resolutions duly adopted by the Corporation's Board of Directors.
8. All changes made above have been made by an officer of the Corporation authorized to do so by the Board of Directors.

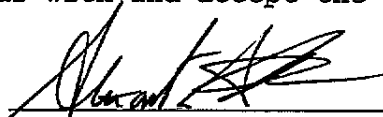
DATED: June 4, 1998

PANTHERA INVESTMENTS, INC.

By: 
Stuart G. Lasher, President

ACKNOWLEDGMENT

I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.


Stuart G. Lasher, Registered Agent