

ROBERT L. SHEAR, P.A.

2790 Sunset Point Road  
Clearwater, Florida 33759

ATTORNEY-AT-LAW  
(813) 712-1228  
FAX (813) 712-8811

P98000019304

April 27, 1999

Secretary of State  
Bureau of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

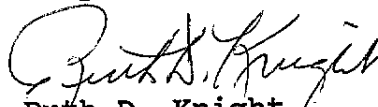
Re: QUANTUM TECHNOLOGIES OF AMERICA, INC.  
Change of Registered Agent

Gentlemen:

Please find enclosed a Statement of Change of Registered Office or Registered Agent or Both for Corporations, along with a check in the amount of \$35.00 for your fee.

Thank you for your assistance in this matter.

Very truly yours,



Ruth D. Knight  
Secretary to Robert L. Shear

rdk

Enclosures

300002861433--4  
-05/04/99--01023--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

wk\corp\qtek.sos

OK  
P98000019304 CM  
208 RA  
5-4-99

FILED  
99 MAY -4 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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: Q-TEK NETWORK, INC.

2. The mailing address of the corporation is: 4899 - B WEST WATERS AVENUE  
TAMPA, FL 33634-1304

3. Date of incorporation/qualification: 2/27/1998 Document number: P9800001930 4

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

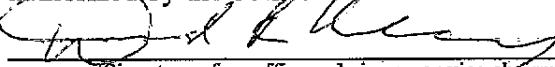
MIKE HUNTER  
4899 - B WEST WATERS AVENUE  
TAMPA, FL 33634-1304

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

ROBERT SHEAR  
2790 SUNSET POINT ROAD  
CLEARWATER, FL 33759

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 an officer, chairman or vice chairman of the board)

4-12-99  
(Date)

DAVID R. MURPHY, 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.*

X   
(Signature of Registered Agent)

4/27/99  
(Date)

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name) (Capacity)

\*\*\* FILING FEE: \$35.00 \*\*\*