

MORRISON & CONROY

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TELEFAX (941) 649-8110

April 16, 1998

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*****35.00 *****35.00

Secretary of State
The Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: **Statement of Change of Registered Agent / Murdock Center Investment Corporation**

Dear Sir/Madam:

Enclosed please find the original and one copy of a Statement of Change of Registered Agent for the above-referenced corporation. Also enclosed is our check in the amount of Thirty-five Dollars (\$35.00), your fee for filing this Statement.

Please provide us with a file dated copy of this Statement. A self-addressed stamped envelope is enclosed for your use.

Should you have any questions, please feel free to call. Otherwise, your prompt attention to this matter is appreciated.

Very truly yours,

MORRISON & CONROY, P.A.

Diane Whitacre
Diane Whitacre, Secretary to
J. Thomas Conroy, III

JTC/dw

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

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RA CR
4-20-98

Charter No. _____

Date Filed _____

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, 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 and registered agent in the State of Florida.

1. The name of the corporation is: MURDOCK CENTER INVESTMENT CORPORATION

2. The name and address of its present registered agent is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

J. THOMAS CONROY, III

3838 Tamiami Trail North, Ste. 402

Naples, Florida 34103

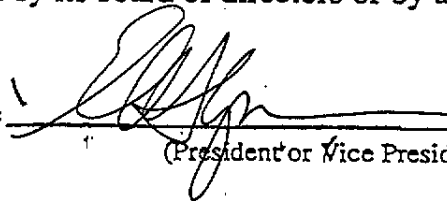
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Edward A. Thompson, President
(Typed or printed name and title)

Signature

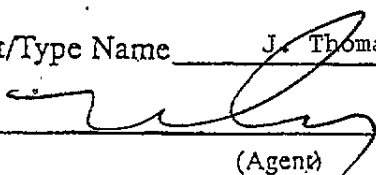

(President or Vice President)

Date

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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name J. Thomas Conroy, III

Signature


(Agent)

Date