



THE UNITED STATES
CORPORATION
COMPANY

P98000050687

ACCOUNT NO. : 072100000032

REFERENCE : 294948 - 4375356

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 35.00

ORDER DATE : July 1, 1999

ORDER TIME : 12:41 PM

ORDER NO. : 294948

CUSTOMER NO: 4375356

200002923762--3

CUSTOMER: Ms. May Hung Lee
Sfx Entertainment, Inc.
650 Madison Avenue
16th Floor
New York, NY 10022

CHANGE OF AGENT

NAME: CELLAR DOOR CONSULTING, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

RA
Change

FILED
99 JUL -6 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUL -6 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR
7/7/99

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: CELLAR DOOR CONSULTING, INC.
2. The mailing address of the corporation is: 900 NE 26TH AVE STE 1500
FT LAUDERDALE, FL 33304
3. Date of incorporation/qualification: 6/4/98 Document number: 98000050687
4. The name and address of the current registered agent and office:

AJ WASSON
900 NE 26TH AVE, STE 1500
FT LAUDERDALE, FL 33304

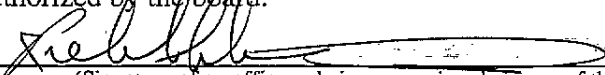
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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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.

 6/21/99
(Signature of an officer, chairman or vice chairman of the board) (Date)

Richard A. Liese, Vice 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.

By: Tabatha Fiorelli 7/1/99
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Tabatha Fiorelli Asst VP
(Typed or Printed Name) (Capacity)

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