

P98000063927

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July 28, 1998

FILED
98 JUL 31 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department Of State
Division Of Corporation
Attention: Amendment Division
The Capitol
Tallahassee, Florida 32304

re: Friendly PC, Inc.

500002604115--7

-07/31/98--01061--002

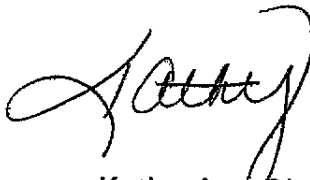
Dear Reader:

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

Enclosed for filing is the original of the Statement Of Change Of Registered Office Or Registered Agent Or Both For Corporations. Also enclosed is a check in the amount of \$35.00 representing payment filing fee .

Thank you for your courtesies in this matter.

Sincerely,



Kathy Ann Dickey
Legal Secretary to
Blair M. Johnson, Esquire

kad

Enclosures

cc: Friendly PC, Inc.

c:\corporate\letter to sec. of state re filing change agent form

R.A. Change

8-3-98
CC

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

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: FRIENDLY PC, INC.
2. The mailing address of the corporation is: 32 EAST PLANT STREET
WINTER GARDEN, FL 34787
3. Date of incorporation/qualification: 07/20/98 Document number: 98000063927
4. The name and address of the current registered agent and office:

CORPORATION SERVICES COMPANY

1201 HAYS STREET

TALLAHASSEE, FL 32301

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

STEPHEN H. BEKEMEYER

32 EAST PLANT STREET

WINTER GARDEN, FL 34787

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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.

Stephen H. Bekemeyer
(Signature of an officer, chairman or vice chairman of the board)

7/22/98
(Date)

STEPHEN H. BEKEMEYER - 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.

Corporation Service Company

Stephen H. Bekemeyer
(Signature of Registered Agent)

7/22/98
(Date)

If signing on behalf of an entity:

STEPHEN H. BEKEMEYER - PRESIDENT

(Typed or Printed Name)

(Capacity)