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August 13, 1998

Corporate Records Bureau
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314


Re: PRODUCTION FRESH FRUIT MACHINERY, INC.
Charter No.: P98000064634

Dear Sir/Madam:

Enclosed please find the original and one copy of a **Statement of Change of Registered Office, or Registered Agent, or Both for Corporations**, for the above-captioned corporation, together with this firm's check, in the amount of \$87.50. This check represents \$35.00 for your filing fee and \$52.50 for a certified copy.

Please return the certified copy of the **Statement of Change** evidencing your approval of same after the Statement has been filed with your office.

Yours truly,

Samuel A. Block 

SAMUEL A. BLOCK

Enclosures
SAB/pab

(Signed in Mr. Block's absence to avoid delay.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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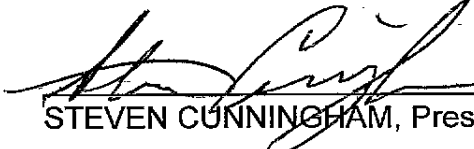
**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of Sections 607.0502, 607.1508, or 617.1508, 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 or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is **PRODUCTION FRESH FRUIT MACHINERY, INC.**
- 1b. Date of Incorporation: **July 22, 1998**; Document Number: **P98000064634**.
2. The name and address of the current registered agent and office: **Samuel A. Block, 2127 10th Avenue, Vero Beach, Florida 32960.**
3. The name and address of the new registered agent and office (P.O. Box not acceptable): **Steven Cunningham, 630 - 10th Street, S.W., Vero Beach, Florida 32962.**

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.


STEVEN CUNNINGHAM, President

Date: 7/31/98

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.


STEVEN CUNNINGHAM, Registered Agent

Date: 7/31/98