

RAFOOL & RAFOOL, P.A.
ATTORNEYS AND COUNSELORS AT LAW



1519 Third Street, S.E.
Winter Haven, Florida 33880

P98000069296

August 18, 1999

Brandon J. Rafool
Raymond J. Rafool

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Annual Report Filings
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100002966021--3
-08/20/99-01090--006
*****35.00 *****35.00

Re: D & S Sports Concepts, Inc.

Dear Sir/Madam:

Enclosed please find check number 1473 in the amount of \$35.00
for filing the Statement of Change of Registered Agent For
Corporation for D & S Sports Concepts, Inc.

Thank you and if I can be of any further assistance, please do
not hesitate to contact me.

Sincerely,

Raymond J. Rafool

RJR:lm

enclosures

cc: Client

FILED
99 AUG 20 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

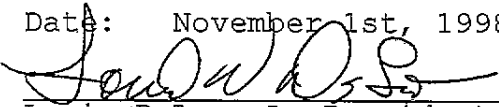
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STATEMENT OF CHANGE OF REGISTERED AGENT FOR CORPORATION

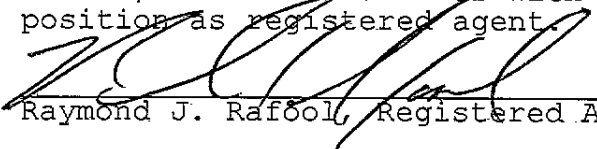
Pursuant to the provisions of § 607.0502, Fla.Stat. the undersigned corporation organized under the laws of the state of Florida submits the following statement in order to change its registered agent, in the state of Florida.

1. The name of the corporation: D & S Sports Concepts, Inc.
2. The mailing address of the corporation is: 12325 S. Orange Blossom Trail, Orlando, Florida 32837.
3. Date of incorporation: August 4, 1998.
4. Document number: P98000069296.
5. The name and address of the current registered agent and office: Vanessa N. Cohn, Esquire, 705 West Azeele Street Tampa, Florida, 33606.
6. If applicable, the name of the new registered agent: Raymond J. Rafool, Esquire, Rafool & Rafool, P.A.
7. If applicable, the (new) street address of the (new) registered agent: 1519 Third Street, S.E, Winter Haven, Florida 33880.
8. The street address of the corporation's registered office and the business office of its registered agent, as changed, will be identical.
9. Such change was authorized by resolution duly adopted by the board of directors or by an officer so authorized by the board.
10. The change will be effective upon filing.

Date: November 1st, 1998.


Louis DeLeo, As President/Director

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.


Raymond J. Rafool, Registered Agent

8/17/99
Date

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99 AUG 20 AM 11:40
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TALLAHASSEE, FLORIDA