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*OF COUNSEL

P98000071351

September 2, 1998

PLEASE REPLY TO CLEARWATER

FILE NO. 39910.99693

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

200002648172--9
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*****35.00 *****35.00

Re: Maltese Kross Corporation Change of Registered Agent

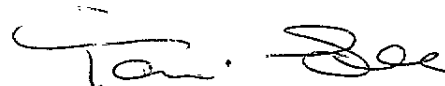
Dear Sir or Madam:

Enclosed for filing is a fully executed original Statement of Change of Both Registered Office and Registered Agent, together with our firm's check in the amount of \$35 for the filing fee.

In the event you require additional information, please contact me at your earliest convenience.

Sincerely,

JOHNSON, BLAKELY, POPE,
BOKOR, RUPPEL & BURNS, P.A.



Tami Lee Meagher, Secretary to
Julius J. Zschau, Esquire

FILED
98 SEP 24 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

:tlm

Enclosures

cc: Mr. Michael C. Kurtz
0166755.01

R. A. Charge
HFS 9-29-98

CLEARWATER OFFICE
911 CHESTNUT STREET
POST OFFICE BOX 1368
CLEARWATER, FLORIDA 33757-1368
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975 SIXTH AVE. S
POST OFFICE BOX 1368
NAPLES, FLORIDA 34102
TELEPHONE: (941) 435-0035
TELECOPIER: (941) 435-9992

**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.

1a. The name of the corporation is: Maltese Kross Corporation

1b. The mailing address of the corporation is : 3032 Crest Drive, Clearwater, FL 33759

1c. Date of incorporation: August 14, 1998 Document number: P98000071351

2. The name and address of the current registered agent and office:

Julius J. Zschau
911 Chestnut Street

Clearwater, Florida 33757

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

L. Amoreena Kurtz

3032 Crest Drive

Clearwater, Florida 33759

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.

Michael C. Kurtz
(Signature of an officer, chairman or vice chairman of the board) Michael C. Kurtz, President

8/27/98
(Date)

Michael C. Kurtz, 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.

L. Amoreena Kurtz
(Signature of Registered Agent)

8/27/98

(Date)

L. Amoreena Kurtz, Registered Agent
If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA