

P98000071390

Department of State
Division of Corporations
P.O.Box 6327

Tallahassee, FL 32314

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

SUBJECT: GULF COAST USA INVESTMENTS, INC. P98000071390

Enclosed is an original and one (1) copy of the statement of change of registered agent and/or registered office and a check for:

\$ 35.00 Filing Fee

FROM: Dr Juergen Hartwich
2128 SW, 47th Terrace
Cape Coral, FL 33914

FILED
99 DEC -6 AM 8:42
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TALLAHASSEE, FLORIDA

941-541-0171

Dr. Juergen Hartwich

2128 SW, 47th Terrace
Cape Coral, FL 33914
Phone(941) 541-0171
Fax (941) 542-4703

**Department of State
Division of Corporations
P.O.Box 6327**

Tallahassee, FL 32314

Att.:Anna Chesnut (Letter Number: 199A00055827)

December 02, 1999

Anna,

enclosed you find the new form for the change of registered agent as well as a copy of the 'power of attorney'. As you told me yesterday, you have the check with the amount of \$ 35,00 for the filing in your office.

Best regards



SUBJECT: GULF COAST USA INVESTMENTS, INC. P98000071390

**FROM: Dr Juergen Hartwich
2128 SW, 47th Terrace
Cape Coral, FL 33914**

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DIVISION OF CORPORATIONS

**Statement of Change of Registered Office
Or registered Agent
Or Both for Corporations**

Pursuant to the provision of sections 607.0502, 617.0502, 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:

GULF COAST USA INVESTMENTS, INC.

1b. The mailing address of the corporation is:

**2128 SW 47th Terrace
Cape Coral, FL 33914**

1c. Date of incorporation: **August 12, 1998**

Document Number: **P98000071390**

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

**Anette Desbaillets
424 SW 37th Terrace
Cape Coral, FL 33914**

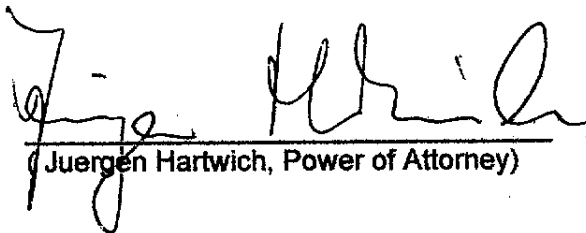
3. The name and address of the new registered agent and office:

**Dr. Juergen Hartwich
2128 SW 47th Terrace
Cape Coral, FL 33914**

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

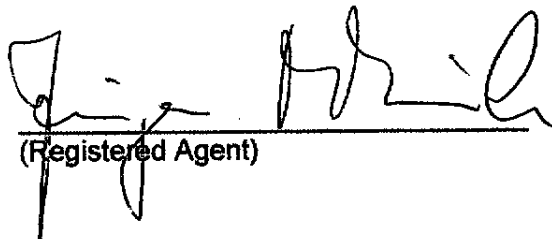
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Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Juergen Hartwich, Power of Attorney)

12/02/99
(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.


(Registered Agent)

12/02/99
(Date)

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**DURABLE POWER OF ATTORNEY
of
GULF COAST USA INVESTMENTS, INC.**

KNOWN ALL MEN BY THESE PRESENTS

THAT GULF COAST USA INVESTMENTS, INC., A FLORIDA CORPORATION, WHOSE POST OFFICE ADDRESS IS 2128 S.W 47th TERRACE, CAPE CORAL, FLORIDA 33914, HEREINAFTER REFERRED TO AS " PRINCIPAL ", HEREBY NAMES, CONSTITUTES AND APPOINTS DR. JURGEN HARTWICH, WHOSE RESIDENCE AND POST OFFICE ADDRESS IS 2128 S.W 47th TERRACE, CAPE CORAL, FLORIDA 33914, HEREINAFTER REFERRED TO AS THE " AGENT ". PROVIDED THAT WHEN TWO OR MORE PERSONS ARE NAMED TO ACT, THEY SHALL UNLESS DESIGNATED TO ACT AS CO-AGENTS, SERVE INDIVIDUALLY, WITH PREFERENCE IN THE ORDER NAMED. TO BE THE PRINCIPAL'S TRUE AND LAWFUL ATTORNEY-IN-FACT TO ACT FOR AND IN THE PRINCIPAL'S STEAD, AND FOR PRINCIPAL'S BENEFIT AND USE, TO DO ALL AND ANY OF THE FOLLOWING THINGS, TO WIT:

1. TO CARRY ON AND TO TRANSACT ALL OF THE PRINCIPAL'S BUSINESS IN THE STATE OF FLORIDA AND IN THE UNITED STATES OF AMERICA; TO ENTER, INTO, PERFORM AND CARRY OUT, AND TO RESCIND, TERMINATE AND CANCEL CONTRACTS OF ALL KINDS;

2. TO BUY, TAKE ON, LEASE AND OTHERWISE ACQUIRE, AND TO HOLD, SELL, MORTGAGE, HYPOTHECATE, PLEDGE, LEASE AND OTHERWISE DISPOSE OF AND IN ANY AND EVERY MANNER DEAL WITH REAL PROPERTY, LEASEHOLDS AND OTHER INTEREST IN REAL PROPERTY, STOCKS, BONDS, GOODS, WARE, MERCHANDISE, CHOOSES IN ACTION AND OTHER PROPERTY AND RIGHTS OF ANY NATURE WHATSOEVER IN POSSESSION OR IN ACTION; AND TO SIGN, SEAL EXECUTE, ACKNOWLEDGE AND DELIVER DEEDS, BILLS OF SALE, CONTRACTS, AGREEMENTS, OPTIONS, LEASES AND OTHER INSTRUMENTS;

3. TO TRANSACT ALL OF THE PRINCIPAL'S ORDINARY BANK AND FINANCE BUSINESS AT ANY OF THE BANKS, SAVINGS AND LOAN ASSOCIATIONS OR FINANCIAL INSTITUTIONS IN THE STATE OF FLORIDA OR IN THE UNITED STATES OF AMERICA; TO DRAW CHECKS ON SAID BANKS; TO ENDORSE CHECKS, PROMISSORY NOTES, DRAFTS AND BILLS OF EXCHANGE FOR COLLECTION OR DEPOSIT; TO WAIVE DEMAND AND NOTICE OF PROTEST OF ALL SUCH WRITINGS; TO DEPOSIT AND WITHDRAW ANY SUM OF MONEY FROM ANY OF THE PRINCIPAL'S ACCOUNTS WITH SAID BANKS, SAVINGS AND LOAN ASSOCIATIONS OR FINANCIAL INSTITUTIONS;

4. TO ACCEPT DRAFTS AND OTHER NEGOTIABLE INSTRUMENTS AND TO RECEIVE, ENDORSE, NEGOTIATE AND DELIVER BILLS OF LADING AND OTHER EVIDENCES AND DOCUMENTS OF TITLE TO MERCHANDISE STOCK CERTIFICATES AND OTHER SECURITIES; AND TO BORROW MONEY FROM SAID BANKS, SAVINGS AND LOAN ASSOCIATIONS OR FINANCIAL INSTITUTIONS IN THE STATE OF FLORIDA OR IN THE UNITED STATES OF AMERICA, FROM TIME TO TIME UPON SUCH AND AT SUCH RATES OF INTEREST AS THE AGENT SHALL DEEM PROPER OR EXPEDIENT, EITHER WITHOUT SECURITY OR UPON THE SECURITY OF ALL OR ANY PORTION OR PORTIONS OF THE PRINCIPAL'S PROPERTY, WHETHER REAL, PERSONAL OR MIXED;

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5. TO GIVE, MAKE, SIGN, SEAL, EXECUTE, ACKNOWLEDGE, AND DELIVER PROMISSORY NOTES AND OTHER OBLIGATIONS, MONTAGES, PLEDGE AGREEMENTS, HYPOTHECATIONS AND OTHER SECURITIES AND ANY SUCH MONTAGE, PLEDGE AGREEMENTS OR HYPOTHECATIONS MAY BE WITH SUCH POWERS OF SALE AND/OR FORECLOSURE AND MAY CONTAIN SUCH OTHER PROVISIONS, COVENANTS AND CONDITIONS AS MAY BE DEEMED NECESSARY TO DESIRABLE BY THE AGENT; AND TO EXECUTE ALL DOCUMENTS AND WRITING OF WHATSOEVER KIND AND NATURE IN CONNECTION THEREWITH;

6. TO COLLECT, RECEIVE, ENFORCE PAYMENT AND COLLECTION OF AND OTHERWISE REDUCE ALL SUMS OF MONEY AND OTHER KIND OF PROPERTY WHATSOEVER THAT MAY BE DUE, PAYABLE OR BELONGING TO THE PRINCIPAL TO WHICH THE PRINCIPAL MAY BE ENTITLED TO POSSESSION, OR WHICH LAWFULLY SHOULD BELONG TO THE PRINCIPAL;

7. TO REMISE, RELEASE AND QUITCLAIM TO ALL MY ESTATE, RIGHT, TITLE, AND INTEREST IN ANY PROPERTY OF WHATSOEVER KIND OR NATURE; TO GIVE, SIGN SEAL, EXECUTE AND DELIVER SUCH BONDS, GUARANTY, INDEMNITY OR OTHER AGREEMENTS OR UNDERTAKINGS AS MAY BE NECESSARY OR PROPER OR CONVENIENT IN CONNECTION WITH ANY OF THE TRANSACTIONS HEREBY AUTHORIZED; TO VOTE AT ANY AND ALL MEETINGS OF STOCKHOLDERS OF ANY CORPORATION ON ANY SHARES OF STOCK WHICH THE PRINCIPAL MAY OWN IN SUCH CORPORATION AND, BY WHICH THE PRINCIPAL IS ENTITLED TO VOTE ON ANY AND ALL QUESTIONS, ELECTIONS AND OTHER ISSUES THAT MAY COME BEFORE SUCH STOCKHOLDERS' MEETINGS;

8. TO EXERCISE AND/OR CLAIM ANY AND ALL RIGHTS, OPTIONS AND OTHER PRIVILEGES WHATSOEVER HELD BY THE PRINCIPAL AS AN INSURED OR AS A BENEFICIARY UNDER ANY POLICY OF INSURANCE WHETHER IF BE LIFE INSURANCE OR ANY OTHER INSURANCE AND TO SIGN SUCH PAPERS AS MAY BE NECESSARY IN THE EXECUTION THEREOF;

9. TO PREPARE, SIGN, EXECUTE, ACKNOWLEDGE OR SWEAR TO AND TO FILE ANY AND ALL RETURNS FOR INCOME AND OTHER TAXES TO THE STATE OF FLORIDA AND TO THE UNITED STATES OF AMERICA;

10. TO PREPARE, MAKE, EXECUTE, SWEAR TO OR TO ACKNOWLEDGE ANY RETURN, INFORMATION, AFFIDAVIT OR REPORT WHICH MAY BE REQUIRED BY ANY GOVERNMENTAL AUTHORITY, TO PAY ALL TAXES, FEES ASSESSMENTS AND OTHER SIMILAR CLAIMS AS MAY BECOME DUE AND TO DO AND PERFORM ALL THINGS LAWFULLY REQUIRED OF ME BY AUTHORITY OF LAW; TO MAKE ALL REPORTS AND RETURNS UNDER THE SOCIAL SECURITY ACT; TO MAKE CHARITABLE AND OTHER CONTRIBUTIONS WHICH THE AGENT MAY DEEM WISE;

11. TO SPEND SUCH SUMS OF MONEY FOR THE PRINCIPAL'S FAMILY AND MAKE ADVANCEMENTS TO MEMBERS OF THE PRINCIPAL'S FAMILY FOR THEIR LIVING EXPENSES, EDUCATION EXPENSES AND OTHER NECESSARY EXPENSES;

12. TO MAKE INVESTMENTS DEEMED WISE BY THE AGENT, INCLUDING INVESTMENTS IN ANY GOVERNMENTAL BONDS;

13. THE PRINCIPAL HEREBY GIVES AND GRANTS UNTO THE AGENT FULL POWER OF SUBSTITUTION TO APPOINT AND SUBSTITUTE ANOTHER ATTORNEY-IN-FACT, AND ANY SUCH SUBSTITUTE DULY APPOINTED BY THE AGENT SHALL HAVE THE SAME OR MORE LIMITED POWERS AS HEREIN GIVEN WITHIN THE DISCRETION OF THE AGENT;

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14. AND GENERALLY, WITHOUT ANY PREJUDICE TO ANY OF THE FOREGOING POWERS, THE PRINCIPAL HEREBY GIVES AND GRANTS UNTO THE AGENT FULL POWER TO DO ANY ACT, THING OR DEED FOR AND IN THE PRINCIPAL'S BEHALF WHICH THE AGENT MAY DEEM WISE AND PROPER.

GIVING AND GRANTING UNTO THE AGENT FULL POWER AND AUTHORITY TO DO AND PERFORM ALL AND EVERY ACT AND THING WHATSOEVER REQUISITE AND NECESSARY TO BE DONE IN AND ABOUT THE PREMISES, AS FULLY TO ALL INTENTS AND PURPOSES AS THE PRINCIPAL MIGHT OR COULD DO IF PERSONALLY PRESENT, HEREBY RATIFYING AND CONFIRMING ALL THAT THE AGENT SHALL LAWFULLY DO OR CAUSE TO BE DONE BY VIRTUE OF THESE PRESENTS.

THIS GENERAL POWER OF ATTORNEY SHALL BECOME EFFECTIVE IMMEDIATELY. ALL ACTS DONE BY AGENT PURSUANT TO THE FOREGOING POWERS DURING ANY PERIOD OF DISABILITY OR INCOMPETENCE SHALL HAVE THE SAME AFFECT AND INURE TO PRINCIPAL'S BENEFIT AND BIND PRINCIPAL AND PRINCIPAL'S HEIRS, DEVISES AND PERSONAL REPRESENTATIVE AS IF PRINCIPAL WERE COMPETENT AND NOT DISABLED, AS PROVIDED BY THE FLORIDA UNIFORM PROBATE CODE.

THE TERMS " PRINCIPAL " AND " AGENT ", AS AND WHEN USED HEREIN, OR ANY PRONOUNS USED IN PLACE THEREOF, SHALL MEAN AND INCLUDE THE MASCULINE OR FEMININE , THE SINGULAR OR PLURAL NUMBER, INDIVIDUALS OR CORPORATIONS AND THEIR AND EACH OF THEIR RESPECTIVE SUCCESSORS, HEIRS, PERSONAL REPRESENTATIVES AND ASSIGNS, ACCORDING TO THE CONTEXT THEREOF. IF THESE PRESENTS SHALL BE SIGNED BY TWO OR MORE PRINCIPALS, ALL COVENANTS OF SUCH PARTIES SHALL FOR ALL PURPOSES BE JOINT AND SEVERAL.

IN WITNESS WHEREOF, THE PRINCIPAL HAS SIGNED THIS GENERAL POWER OF ATTORNEY THIS DATE August 18, 1998.

Franz Bertsche

FRANZ BERTSCHE, PRESIDENT
GULF COAST USA INVESTMENTS, INC.
" PRINCIPAL "

Jamie Bates
WITNESS

[Signature]
WITNESS

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
CITY FORT MYERS
COUNTY OF LEE

ON THIS DATE August 18, 1998, BEFORE ME PERSONALLY APPEARED FRANZ BERTSCHE, PRESIDENT OF GULF COAST USA INVESTMENTS, INC., AS PRINCIPAL, TO ME KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FORGOING INSTRUMENT, AND ACKNOWLEDGED TO ME THAT PRINCIPAL EXECUTED THE SAME AS PRINCIPAL'S FREE ACT AND DEED.

WITNESS MY HAND AND SEAL.

Julie A. Clem
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: 8-12-2001

OFFICIAL NOTARY SEAL
JULIE A CLEM
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC671386
MY COMMISSION EXP. AUG. 12, 2001