



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 14, 2001

EARTHCARE RESOURCE MANAGEMENT OF FLORIDA INC.
% JAMES A. WATERS
4800 NORTH FEDERAL HWY., STE D102
BOCA RATON, FL 33431

SUBJECT: EARTHCARE RESOURCE MANAGEMENT OF FLORIDA, INC.
Ref. Number: P98000078645

We have received your document for EARTHCARE RESOURCE MANAGEMENT OF FLORIDA, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

✓ The name of the person signing the document must be typed or printed beneath or opposite the signature. *Corrected*

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Anna Chesnut
Corporate Specialist

Letter Number: 701A00046561

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 : EARTH CARE RESOURCE MANAGEMENT of Florida, Inc
- 2. The mailing address of the corporation : 4800 N. FEDERAL HWY STE D-102 BOCA RATON, FL 33431
- 3. Date of incorporation/qualification: 9/11/98 Document number: P98000078645
- 4. The name and address of the current registered agent and office:
FRIEDMAN, MARTIN S. Esquire
C/O ROSE, SUNDBROM & BENTLEY, LLP
2548 BLAKESTONE PINES DR., TALLAHASSEE, FL 32301
- 5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)
RONALD E. PROCTOR
4800 N. FED HWY 5-D.102
BOCA RATON, FL 33431

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.

James A. Waters (Signature of an officer, chairman or vice chairman of the board) Aug 1, 2001 (Date)

JAMES A. WATERS, DIRECTOR/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.

[Signature] (Signature of Registered Agent) August 1, 2001 (Date)

If signing on behalf of an entity:
RONALD E. PROCTOR (Typed or Printed Name) CHIEF FINANCIAL OFFICER (Capacity)

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

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA