

P98000080073

DANIEL J. WEBSTER, P.A.  
ATTORNEY AT LAW

347 South Ridgewood Avenue  
Daytona Beach, Florida 32114  
Telephone: 904/258-1222  
Facsimile: 904/255-8521  
E-Mail: djwebster@mindspring.com

FILED  
99 MAY 17 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Daniel J. Webster, Ext. 30  
Legal Secretary, Ext. 31

Legal Assistants:  
Eric A. Alexander, Ext. 33  
Esther M. Dunlop, Ext. 32

May 10, 1999

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

600002877696--5  
-05/17/99--01124--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: WRAP-N-ROLL, INC.

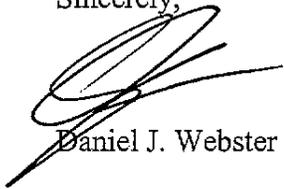
Dear Sir or Madam:

Enclosed for filing please find the Statement of Change of Registered Office or Registered Agent or Both for Corporations along with a check in the amount of \$35.00 for your filing fees.

Thank you for your attention to this matter. Please call should you have any questions.

With kind regards,

Sincerely,

  
Daniel J. Webster

DJW/keb

Enclosures

RA Chg.

JF

MAY 26 1999

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.*

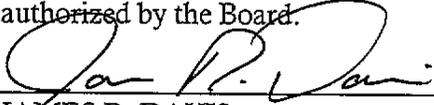
1. The Name of the Corporation is : WRAP-N-ROLL RESTAURANT, INC.
2. The mailing address of the Corporation is: 1920 State Road 44, New Smyrna Beach, Florida 32168
3. Date of incorporation/qualification: September 11, 1998
4. Document Number: P98000080073
5. The name and address of the current registered agent and office:  
Sid C. Peterson, Jr., Esquire  
418 Canal Street  
New Smyrna Beach, Florida 32168

FILED  
99 MAY 17 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)  
Daniel J. Webster, Esquire  
347 South Ridgewood Avenue  
Daytona Beach, Florida 32114

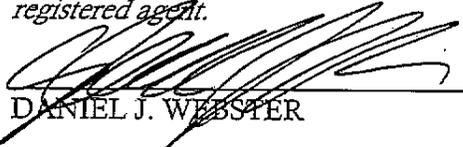
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

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

  
\_\_\_\_\_  
JAMES R. DAVIS  
as: President

4-29-99  
(Date)

*Having been named as registered agent and to accept service of process of 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.*

  
\_\_\_\_\_  
DANIEL J. WEBSTER

4/29/99  
(Date)