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Attorney at Law

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November 15, 2000

P98000085529

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

700003469107--4
-11/17/00--01086--004
*****35.00 *****35.00

Re: Opportunity Holdings, Inc.

Dear Sir/Madam:

Enclosed are the original and one duplicate of the Statement of Change of Registered Office or Registered Agent or Both for Corporations of the above captioned corporation.

Please affix your stamp on the enclosed duplicate of the Statement of Change and return it to this office in the enclosed mailing envelope. It is understood that the original document with your endorsed approval is to be filed in your records pursuant to Florida law.

A check in the amount of \$35.00 is enclosed to cover the filing fee.

If any further charges are required, or if, for any reason, the Statement of Change does not meet current requirements, please so notify the undersigned at the above telephone number by collect telephone call.

Sincerely,



William C. Haldin, Jr.

WCH/uf
Enclosures

cc: Opportunity Holdings, Inc.

FILED
NOV 17 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
P98000085529
ALM or
206
11-17-00

**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 : Opportunity Holdings, Inc.
2. The mailing address of the corporation : 520 SE Fort King Street, Building A, Ocala,
Florida 34471
3. Date of incorporation/qualification: 9/29/1998 Document number: P98000085529
4. The name and address of the current registered agent and office:

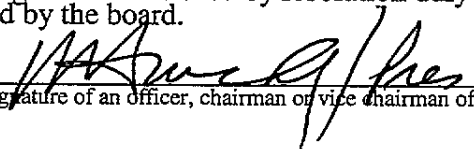
Keith A. Crutcher
4539 SW 105 Drive
Gainesville, Florida 32608

5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)

William C. Haldin, Jr.
808 SE Fort King Street
Ocala, Florida 34471

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

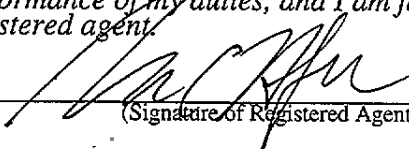
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or vice chairman of the board)

11-16-00
(Date)

William H. Tuck, Jr., 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 of Registered Agent)

11/16/00
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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