

798000092620
DONALD W. GIFFIN, P.A.

ATTORNEY AT LAW

February 22, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Dolphin Mortgage Express, Inc.

200002784522-9
-02/23/99--01055--014
*****35.00 *****35.00

Ladies and Gentlemen:

Enclosed with this correspondence are two (2) originals and one (1) copy of the following document pertaining to the above-referenced corporation:

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Please furnish a copy of the document stamped "received" and return it in the enclosed postage-paid envelope.

Also enclosed is a check in the amount of \$35.00, which represents the fee for changing the registered agent.

Should you have any questions, please call my legal assistant, Linda Q. [unclear].

Thank you for your continued cooperation.

Very Truly Yours,

Donald W. Griffin

Donald W. Giffin

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9 FEB 23 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DWG/ljq
enclosures

SIGNED IN MY ABSENCE TO
AVOID DELAY IN MAILING

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STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

1. The name of the corporation is DOLPHIN MORTGAGE EXPRESS, INC.
2. The address, including street and number, of its present registered office as shown in the records of the Department of State of the State of Florida prior to filing this statement is 7700 Seminole Boulevard, Suite 1, Seminole, Florida 33772.
3. The address, including street and number, to which its registered office is to be changed is 14581 Walsingham Road, Largo, Florida 33774.
4. The name of its present registered agent, as shown in the records of the Department of State of the State of Florida, prior to filing this statement is Donald W. Giffin.
5. The name of its new registered agent is Candace Talarico.
The new agents' written consent is set forth below.
6. The street address of its registered office and the street address of its business office of its registered agent, as changed, will be identical.
7. Such change was authorized by resolution duly adopted by its board of directors.

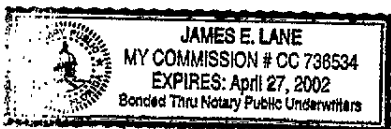
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Candace V. Talarico
Candace Talarico
President

The undersigned new registered agent hereby consents to the above change.

Candace V. Talarico
Candace Talarico
New Registered Agent

Sworn to and subscribed before me on February 19, 1999.

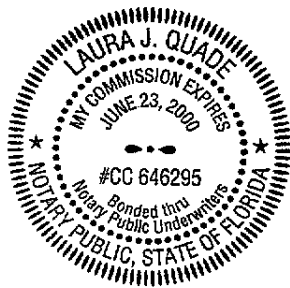


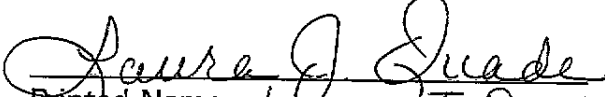
James E. Lane
Printed Name: JAMES E. LANE
Notary Public, Pinellas County, Florida

The undersigned hereby resigns as the registered agent for DOLPHIN
MORTGAGE EXPRESS, INC.


DONALD W. GIFFIN

Sworn to and subscribed before me on February 19, 1999.




Printed Name: Laura J. Quade
Notary Public, Pinellas County, Florida