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Attorneys at Law

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Patrick J. Faucheux
Nancy L. Jones



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February 23, 1999

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-02/24/99--01033--001

*****70.00 *****35.00

Corporate Records Bureau
Division of Corporation
Department of State
409 E. Gaines Street
Tallahassee, FL 32301

Federal Express

RE: Panama City Taxi, Inc.

Dear Sir or Madam:

Enclosed please find the following original documents to be filed:

1. Articles of Amendment of Panama City Taxi, Inc.
2. Statement of Change of Registered Agent and Resident Agent Office, and Acceptance of Designation of Registered Agent
3. Check in the amount of \$70.00, representing your fee for the Amended Articles (\$35) and the Statement of Change (\$35).

ROA Garf
3-1-99
PJS

Very truly yours,

Patrick J. Faucheux

PJF/twr
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99FEB24 AM 9:30

FILED

STATEMENT OF CHANGE OF
REGISTERED AGENT

FILED
99 FEB 24 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Fla.Stat. 607.0502, the following is submitted:

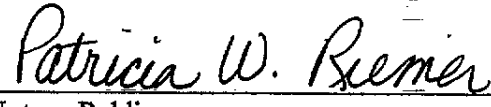
1. The name of this corporation is Panama City Taxi, Inc.
2. The street address of the current registered office is 8317 Front Beach Road,
Panama City Beach, Florida.
3. The new registered agent of the corporation is Patrick J. Fauchaux, located at 845
Jenks Avenue, Panama City, Florida 32401.
4. The current registered agent is Laure Marsh. The consent of Laure Marsh to the
change of registered agent is set forth below.
5. The change of registered agent was authorized by resolution duly adopted by its
board of directors.

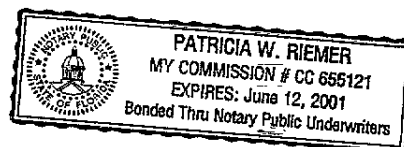
DATED this 23 day of February, 1999.


Jerry G. Loper, President

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME personally appeared Jerry G. Loper, on February 23, 1999, who after first being duly sworn and cautioned, states that he has read the foregoing and that it is true and accurate to the best of his knowledge and belief and that he is signing same as President of Panama City Taxi, Inc.


Notary Public



CONSENT

The consent of the current registered agent, Laure Marsh, is attached hereto.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned attorney for Panama City Taxi, Inc., a corporation organized under the laws of the State of Florida, and having its principle place of business at 8317 Front Beach Road, Panama City Beach, Florida 32407, on behalf of Panama City Taxi, Inc., hereby accepts the designation by Panama City Taxi, Inc., as its registered agent pursuant to Chapter 607, Florida Statutes.


DATED this 23 day of February, 1999.

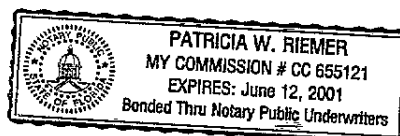


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Attorney for Panama City Taxi, Inc.

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 23 day of February, 1999, by Patrick J. Faucheux, who is personally known to me.


Notary Public



FILED
99 FEB 24 AM 9:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE