

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

SIXTH FLOOR . PLAZA CENTER WEST

251 ROYAL PALM WAY

P.O. BOX 2715

FRANKLIN G. CALLAS MARIO G. DE MENDOZA, III, P.A. CHRISTOPHER J. SCHILLING PALM BEACH, FLORIDA 33480

TELEPHONE (561) 659-1111 FAX (561) 659-4009 E-MAIL: pblaw@flips.net

June 23, 1999

VIA FEDEX

Corporation Records Bureau Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32301 300002914263--2 -06/24/99--01065--004 *****43.75 *****43.75

RE:

CitrusNow.Com, Inc. Our File No. 5138.6

Gentlemen:

Enclosed herewith to be filed with your office please find Statement of Change of Registered Office of Registered Agent or Both for Corporations for the captioned entity. Also enclosed herewith please find a check in the amount of \$43.75 in payment of the following fees:

Filing Fee

\$ 35.00

Certified Copy of the Statement of Change form

\$ 8,75

TOTAL:

\$ 43.75

Thank you for your cooperation in this matter.

Sincerely,

MGMIII/lsp Enclosures

cc: Mr. Oliver H. Quinn

Mendoza, I

FLORIDA DEPARTMENT OF STATE, KATHERINE HARRIS, SECRETARY OF STATE

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.

la. The name of the corporation is:

CITRUSNOW.COM. INC.

1b. Date of incorporation:

Document Number:

January 6, 1999 P99000001933

2. The name and address of the current registered agent and office:

Charles Ryan Hickman, Esq., 230 Royal Palm Way, Suite 300, Palm Beach

3. The name and address of the new registered agent and office:

MARIO G. de MENDOZA, III, ESQ., Mendoza, Callas & Schilling, 251 Royal Palm Way, Suite 602, Palm Beach, Florida 33480

The street address of its registered agent 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.

Oliver H. Quinn, President

Date: 6.21.99, 1999

HAVING BEEN NAMED AS RESIDENT AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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:

Mario G. de Méndoz

Registered Agent

Date:

. 1999

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314