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November 1, 1999

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

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-11/01/99--01054--024
*****35.00 *****35.00

To Whom It May Concern:

Enclosed for filing, please find **STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**, along with a check in the amount of **\$35.00** for the applicable filing fees for the following entity:

Showquest Entertainment USA, Inc.
Document Number: P99000019696

Upon receipt, please "date-stamp" the copy of the STATEMENT OF CHANGE provided and call Ann Cotroneo at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Kelly D. Plante
Kelly B. Plante

KBP/amc

Enclosures

GHRCORP/GHR.251

Stiglitz/187035-1

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C. COULLETTE NOV 0 2 1999

RECEIVED
99 NOV - 1 PM 11:35
FILED
99 NOV - 1 PM 1:32
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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: Showquest Entertainment USA, Inc.

2. The mailing address of the corporation is: 719 Peachtree Road
Orlando, FL 32804

3. Date of incorporation/qualification: March 2, 1999 Document number: P99000019696

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

William J. Duclos

719 Peachtree Road

Orlando, FL 32804

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

Jack K. McMullen

201 E. Pine Street, Suite 1200

Orlando, FL 32801

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)

September 21, 1999
(Date)

Roger P.E.G. Houben, President
(Signature of Registered Agent)

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)

September 21, 1999
(Date)

Jack K. McMullen

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

CR2E045(7/97)

DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

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