

LAW OFFICES OF

KIMPTON, BURKE, WHITE & HEIDEN, P.A.

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SUITE 100  
CLEARWATER, FL 33761-2698  
TELEPHONE (727) 791-0063

April 22, 1999

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

RE: Wading Pool Corporation  
Our File No. 11,060.04.6.000

Gentlemen:

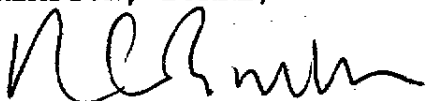
Enclosed is Statement of Change of Registered Office or Registered Agent or Both for Corporations for the captioned corporation. Please file the same in the records of your office.

Please date stamp the duplicate copy enclosed with the filing information and return in the self-addressed, stamped envelope also enclosed.

Further enclosed is our check in the amount of \$35 covering your filing fees.

Sincerely,

KIMPTON, BURKE, WHITE & HEIDEN, P.A.

  
Robert C. Burke, Jr.

RCB/cg  
Enclosures

200002870062--1  
-05/10/99-01137-012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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R.A. charge  
NFT  
5-19-99

**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.*

1a. The name of the corporation is: WADING POOL CORPORATION

1b. The mailing address of the corporation is: 2555 Enterprise Road, Suite 12D, Clearwater, Florida 33763

1c. Date of incorporation: March 10, 1999 Document number: P99000022599

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

Robert C. Burke, Jr.  
28059 U. S. Highway 19 North, Suite 100  
Clearwater, Florida 33761

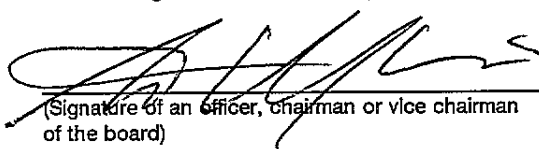
3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Alfred A. Wyllie  
1572 Bass Boulevard  
Dunedin, Florida 34698

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TALLAHASSEE, FLORIDA

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

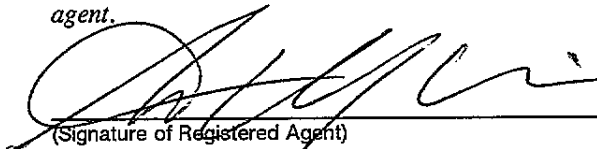
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

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

April 16, 1999  
(Date)

Alfred A. Wyllie, President  
(Printed or typed named and title)

*Having being 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)

April 16, 1999  
(Date)

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name)

\_\_\_\_\_  
(Capacity)

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