

P99000032128

Walden & Norcio Certified Public Accountants, P.A.
Union Planters Bank Centre
1489 W. Palmetto Park Road
Suite 400
Boca Raton, FL 33486
Telephone 561-395-0323
Telefax 561-395-1424

Friday, July 06, 2001

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

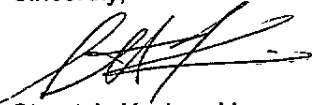
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUL -9 AM 8:22

RE: FMM RESTAURANT, INC.-CHANGE OF REGISTERED AGENT

To Whom it May Concern:

Enclosed you will find the change of Registered Agent form for FMM Restaurant, Inc. along with a check for \$35.00 to cover filing fees. Please file this change of Registered Agent and send confirmation to the above address. If you should have any questions please contact us. Thank you.

Sincerely,



Stuart A. Kozlowski
Staff Accountant

300004464669--4
-07/09/01--01080--022
*****35.00 *****35.00

CC: Linda J. Walden, CPA
Ralph Norcio, CPA
Vito A. Giordano, President-FMM Restaurant, Inc.

Encl.

RA Chg.

V. SHEPARD JUL 13 2001

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: F M M Restaurant, Inc.

2. The mailing address of the corporation: 7491 C-9 + C-10 N Federal Highway
Boca Raton FL 33487

3. Date of incorporation/qualification: 4/5/99 Document number: P99000032128

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

Margaret Giordano
10026 Spanish Isles Blvd B16-17
Boca Raton FL 33498

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUL -9 AM 8:22

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

Walden + Norcio, CPA's, P.A.
1489 W Palmetto Park Road Suite 400
Boca Raton FL 33486

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] (Pres) 7/6/01
(Signature of an officer, chairman or vice chairman of the board) (Date)

Vito A Giordano SR (Pres)
(Printed or typed name and title)

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] (Signature of Registered Agent) 7/6/01 (Date)

If signing on behalf of an entity:

Linda Walden, Partner, Walden + Norcio, CPA, PA (Typed or Printed Name) Partner/Director (Capacity)
Linda Walden, Partner, Walden + Norcio, CPA, PA

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