

LAW OFFICE OF

JOHN MICHAEL TRAYNOR

28 CORDOVA STREET
ST. AUGUSTINE, FLORIDA 32084

JOHN MICHAEL TRAYNOR, Esq.

904 / 829-6667

P990000064262

December 22, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-12/26/00--01080--017
*****35.00 *****35.00

RE: Statement of Change of Registered Office or
Registered Agent or both for Corporations/
Outhouse Portable Restrooms, Inc.

Dear Sir/Madam:

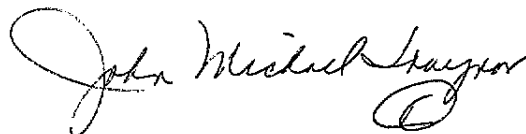
Enclosed please find an original Statement of Change for The
Shrout Companies, Inc. Please note that the Resident Agent is
being changed to Kellie B. Pacetti, 2820 Pleasure Lane, St.
Augustine, Florida 32084.

Also enclosed please find a check in the amount of \$35.00
which sum represents the cost of the filing fee.

In the event you have any questions or need any additional
information, please do not hesitate to contact me.

Thank you for your cooperation.

Sincerely,



JOHN MICHAEL TRAYNOR

JMT/kh
Enclosures

FILED
00 DEC 26 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Change

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**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 : Outhouse Portable Restrooms, Inc.
2. The mailing address of the corporation : 1960 South Ponce de Leon Blvd., PMB96
St. Augustine, Florida 32086
3. Date of incorporation/qualification: 7/20/1999 Document number: P99000064262
4. The name and address of the current registered agent and office:

John M. Traynor, Esquire

28 Cordova Street

St. Augustine, Florida 32084

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

Kellie B. Pacetti

2820 Pleasure Lane

St. Augustine, Florida 32084

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.

Kellie B. Pacetti
(Signature of an officer, chairman or vice chairman of the board)

12/22/00
(Date)

Kellie B. Pacetti

Vice President

(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.

Kellie B. Pacetti
(Signature of Registered Agent)

12/22/00
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

FILED
00 DEC 26 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA