

P99000065196

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CLIENT/MATTER NUMBER  
028371/0101

November 2, 2000

VIA OVERNIGHT DELIVERY

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Vhroom.com, Inc. Change of Registered Agent and Registered Office

Ladies and Gentlemen:

Enclosed for filing on behalf of Vhroom.com, Inc. is a Statement of Change of Registered Office and Registered Agent together with the Company's check in the amount of \$35 in payment of the filing fee. If you have any questions concerning this filing please contact me.

Very truly yours,

*Karen R. Peterson*

Karen R. Peterson  
Legal Assistant

Enclosure(s)

cc: Mr. Kevin Hoot  
John P. Cole, Esq.  
Jeffrey M. McFarland, Esq.

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

FILED  
00 NOV -3 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*PA Change*

T. LEWIS NOV 13 2000

**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 : Vhroom.Com, Inc.

2. The mailing address of the corporation : 209 West Church Street  
Jacksonville, Florida 32202

3. Date of incorporation/qualification: 7/22/99 Document number: P99000065196

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

Baugh, Daniel D.

209 West Church Street

Jacksonville, Florida 32202

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

F&L Corp.

200 Laura Street

Jacksonville, Florida 32202

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.

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

10/30/00  
(Date)

Kevin Hoot 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.

Charles V. Hedrick  
(Signature of Registered Agent)

10-31-00  
(Date)

If signing on behalf of an entity:

Charles V. Hedrick  
(Typed or Printed Name)

Authorized Signatory  
(Capacity)

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