

CARLTON FIELDS

ATTORNEYS AT LAW

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P99000074520

October 11, 1999

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*****35.00 *****35.00

Florida Department of State
Corporate Filing Division
P.O. Box 6327
Tallahassee, Florida 32314

RE: **The Union Group, Inc.**
Our Client/Matter #: 43074/95862

Ladies/Gentlemen:

Enclosed please find original duly executed Statement of Change of Registered Agent to be filed among the Public Records of the Florida Secretary of State along with our check in the amount of \$35.00 to cover the filing fee thereof.

Sincerely,


Ignacio G. del Valle

IGV/mb
Enclosures

FILED
99 OCT 14 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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chg

MIA#2044810.01 CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.

TAMPA

ORLANDO

PENSACOLA

TALLAHASSEE

WEST PALM BEACH

ST. PETERSBURG

MIAMI

**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: The Union Group, Inc.

2. The mailing address of the corporation is: 2800 Biscayne Boulevard, Suite 400, Miami, Florida 33137

3. Date of incorporation/qualification: 8/20/99 Document number: P99000074520

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

Richard O. Dansoh
2800 Biscayne Boulevard
Suite 400
Miami, Florida 33137

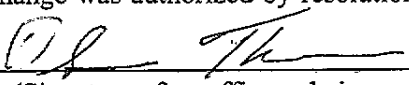
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Jay A. Steinman
c/o Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A.
4000 International Place
100 S.E. Second Street
Miami, Florida 33131-9101

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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)

10/11/99
(Date)

Oscar L. Thomas – Chairman of the Board – Chief Executive Officer
(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 of Registered Agent)

10/11/99
(Date)

If signing on behalf of an entity:

Jay A. Steinman
(Typed or Printed Name)

(Capacity)

CR2E045(7/97)

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

DIVISION OF CORPORATIONS

P.O. Box 6327

TALLAHASSEE, FL 32314