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V01397

April 30, 1999

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Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Pop's Casbah, Inc.

Dear Sir/Madam:

Enclosed for filing is Statement of Change of Registered Agent for the above corporation, together with our check in the amount of \$35.00 for the filing fee. Thank you.

Yours truly,

*Lisa A. Watson*  
LISA A. WATSON  
Legal Assistant

*RO Change  
5-10-99  
WHS*

lw  
Encls.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAY -3 AM 10:25

FILED

Florida Department of State, Jim Smith, Secretary of State

**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: POP'S CASBAH, INC.

1b. Date of incorporation 12/18/91 Document number 901387

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

Leslie B. Reese, 3390 Fell Road, Melbourne, FL 32904

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

Ronald Leigh Reese, 2005 South Waverly Place, Melbourne, FL 32901

The street address of its registered agent 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.

Leslie B. Reese  
SIGNATURE  
April 26, 1999  
DATE

Leslie B. Reese, President  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 R. Leigh Reese  
Ronald Leigh Reese (Registered Agent)  
DATE 25 Apr. 99

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