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A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

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MAILING ADDRESS
P.O. BOX 4626
WEST PALM BEACH, FL 33402-4626

September 17, 1997

Via Overnight Mail

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

800002296858--2
-09/18/97--01065--005
*****35.00 *****35.00

Re: ALPS CONSTRUCTION CORP.

Dear Sir:

Enclosed please find an original and one copy of a Statement of Change of Registered Office or Registered Agent for Corporations in connection with the referenced corporation.

Also enclosed please find our check in the amount of \$35.00 for the filing fee.

Kindly file same and return the copy to me marked "filed" in the self-addressed envelope provided for your convenience.

Thank you for your cooperation in this matter.

Very truly yours,

Susan L. Priess
Susan L. Priess, CLA
Certified Legal Assistant

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SEP 18 PM 1:27

APPROVED
AND
FILED

166030
286
9-18-97

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

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT 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: ALPS CONSTRUCTION CORP.
2. The mailing address of the corporation is: 8259 No. Military Tr., Suite 1
Palm Beach Gardens, FL 33410
3. Date of incorporation/qualification: 09/17/1992 Document number: V66030
4. The name and address of the current registered agent and office:

Carrie Gruber
8259 No. Military Tr., Suite 1
Palm Beach Gardens, FL 33410

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

Frank Gruber
6215 Barbara Street
Palm Beach Gardens, FL 33410

9/16/97 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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.

Alan Shee
(Signature of an officer, chairman or vice chairman of the board)

Sept 16, 1997
(Date)

Alan Shee
(Printed or typed name and title)

Sept 16, 1997
(Date)

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.

Frank Gruber
(Signature of Registered Agent)

9/16/97
(Date)

If signing on behalf of an entity:

Frank Gruber
(Typed or printed name)

Reg. Agent
(Capacity)