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12 July 19

Law Office of

EUGENE P. MURPHY, P.A.

TELEPHONE: (941) 330-1101

3293 Fruitville Road, Suite 101 Sarasota, Florida 34237 FACSIMILE: (941) 952-1710

April 25, 2005

VIA REGULAR MAIL

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

Re: PAINTER ASSOCIATES, INC.

- (1) Articles of Amendment
- (2) Statement of Change of Reg'd Agent

Dear Sir/Madam:

On behalf of my client, PAINTER ASSOCIATES, INC., enclosed please find the following two documents for filing: (1) Articles of Amendment to Articles of Incorporation of Painter Associates, Inc. and (2) Statement of Change of Registered Agent and Office for Corporations. In addition, we are enclosing a \$78.75 check made payable to the Florida Dept. of State (\$35.00 for each filing and \$8.75 for certified copy of Articles of Amendment). Please send the certified copy to this office.

Thank you.

Sincerely,

LAW OFFICE OF EUGENE P. MURPHY, P.A.

Eugene P. Murph

Encls.

STATEMENT OF CHANGE OF REGISTERED AGENT AND OFFICE 28 AM //: 46

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered agent and office in the State of Florida.

- 1. The name of the corporation: PAINTER ASSOCIATES, INC.
- 2. The principal office address: 3333 Clark Road, Suite 120, Sarasota, Florida 34231.
- 3. The mailing address (if different): Same as Item 2 above.
- 4. Date of incorporation/qualification: August 20, 1990

Document number: L94832.

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

STEPHEN G. SEWELL 907 Webster Street Leesburg, Florida 34748

6. The name and street address of the new registered agent (if changed) and/or registered office (if changed):

LAW OFFICE OF ÉUGENE P. MURPHY, P.A. 3293 Fruitville Road, Suite 101 Sarasota, Florida 34237

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, or the corporation has been notified in writing of the change.

___ April 20, 2005

LINDA C. PAINTER

President

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

LAW OFFICE OF EUGENE P. MURPHY, P.A.

Eugene F. Murphy,

Pres.

Dated: April 20, 2005