

MILAM OTERO LARSEN
DAWSON & TRAYLOR, P.A.

Ann M. Meadows

P94000067685

Write Direct Line:
904/398-5514, ext. 108

FILED
97 MAR 19 AM 11:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 6, 1997

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

100002109251--4
-03/11/97--01016--013
*****35.00 *****35.00

RE: Sun Tire & Automotive of San Pablo, Inc.

Dear Sir/Madam:

Please find enclosed a Statement of Change of Registered Office or Registered Agent form for the above-referenced corporation. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Sincerely,



Ann M. Meadows

AMM\fs

Enclosure

mcaadowsa\corpmain\org\L-SOSchg RA

RA Chg.

V8 MAR 21 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 13, 1997

ANN M. MEADOWS
1301 RIVERPLACE BLVD., SUITE 1301
JACKSONVILLE, FL 32207

SUBJECT: SUN TIRE & AUTOMOTIVE SERVICE OF SAN PABLO, INC.
Ref. Number: P94000067685

We have received your document for SUN TIRE & AUTOMOTIVE SERVICE OF SAN PABLO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 997A00012834

RECEIVED

97 MAR 19 AM 8:44

DIVISION OF CORPORATIONS

MILAM OTERO LARSEN
DAWSON & TRAYLOR, P.A.

Ann M. Meadows

Writer's Direct Line:
904/398-5514, ext. 108

March 17, 1997

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

RE: Sun Tire & Automotive Service of San Pablo, Inc. / Ref. Number P94000067685

Dear Sir/Madam:

Please find enclosed the Statement of Change of Registered Office or Registered Agent form and a copy of a letter sent to our office from the Department of State for the above-referenced corporation. The change of registered agent form was returned to our office because there was not a signature accepting the designation of registered agent. The correction has been made and we appreciate your filing the form as soon as possible.

Sincerely,



Ann M. Meadows

AMMfs

Enclosure

meadowsa\corpmain\org\L-SOS\hg RA

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of Sections 607.0501 and 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is: Sun Tire & Automotive ^{service} of San Pablo, Inc.
- 1b. The mailing address of the corporation is: 6807 Stuart Lane South
Jacksonville, FL 32254-3438
- 1c. Date of incorporation: September 14, 1994 Document number: P94000067685
2. The name and address of the current registered agent and office:

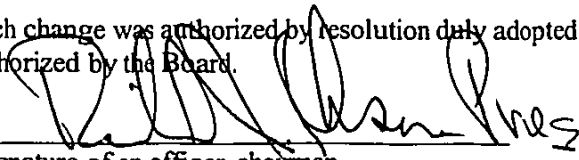
RAX CO., a Florida corporation
c/o Mahoney Adams & Criser, P.A.
50 N. Laura Street, 3400 Barnett Center
Jacksonville, FL 32202

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

MOTOLAW, Inc., a Florida corporation
c/o Milam Otero Larsen Dawson & Traylor, P.A.
1301 Riverplace Boulevard, Suite 1301
Jacksonville, FL 32207

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.



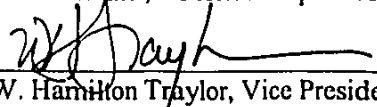
Dated: 2/21/97

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

RICHARD J. ERICKSON 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.

MOTOLAW Inc., a Florida corporation

X By:  Dated: 3/17/97
W. Hamilton Traylor, Vice President

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA