

GRIMES GOEBEL GRIMES
HAWKINS & GLADFELTER P.A.
ATTORNEYS AT LAW

William C. Grimes
Caleb J. Grimes
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E. C. Grimes 1888 - 1967
C. C. Grimes 1921 - 1991
941-748-0151
941-748-0158

December 27, 1996

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

700002041537--1
-12/30/96--01084--015
*****35.00 *****35.00

Re: Pace of Manatee Co., Inc.

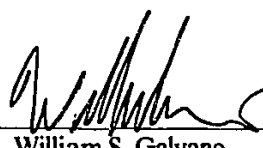
Dear Sir or Madam:

Enclosed please find a Statement of Change of Registered Office or Registered Agent or Both for Corporation to be filed with the Secretary of State with regard to the above-referenced corporation. You will also find enclosed a check in the amount of \$35.00 in payment of the filing fee.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,

GRIMES GOEBEL GRIMES HAWKINS
& GLADFELTER, P.A.

By: 
William S. Galvano

WSG/cd
Enclosure
cc: Pace of Manatee Co., Inc.

APPROVED
AND
FILED
56 DEC 30 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
P960000032202
RACH
12-30-96

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 section 607.0502 or 607.1508, Florida Statutes, the under-
signed 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: Pace of Manatee Co., Inc.

1a. Date of incorporation April 12, 1996 Document number P96000032202

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

William S. Galvano, 1023 Manatee Avenue West, Bradenton, FL 34205

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

Charles McCarthy, 4120 61st Avenue Terrace West, Bradenton, FL 34210

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.

SIGNATURE

Charles McCarthy
(name and title)

DATE

6/10/96

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 COM-
plete performance of my duties, and I am familiar with and accept
the obligation of my position as registered agent.

SIGNATURE

Charles McCarthy
(Registered Agent)

DATE

12/18/96

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

CR2E045 (7-90)

FILING FEE: \$35.00

APPROVED
AND
FILED

96 DEC 30 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA