



A980000001941

ACCOUNT NO. : 072100000032
REFERENCE : 507595 4336650
AUTHORIZATION : *Patricia K...*
COST LIMIT : \$ 35.00

ORDER DATE : December 21, 2001
ORDER TIME : 2:16 PM
ORDER NO. : 507595-040
CUSTOMER NO: 4336650
CUSTOMER: Ms. Sylvie G. Jordan
Baker & Mckenzie
19th Floor
1200 Brickell Avenue
Miami, FL 33131

A98-1941

CHANGE OF AGENT

300004736453--1

NAME: BARSA PROJECT, LTD.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY

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DIVISION OF CORPORATIONS
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CONTACT PERSON: Ellyn Herndon -- EXT# 1145

EXAMINER: _____

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 DEC 21 PM 3

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**STATEMENT OF CHANGE OF REGISTERED OFFICE
OF
BARSA PROJECT, LTD.**

The undersigned, BARSA PROJECT, LTD., a Florida Limited Partnership, ("the Partnership"), pursuant to Section 620.1051, Florida Statutes, submits the following statement in order to change its registered office in the State of Florida.

1. The name of the Partnership is BARSA PROJECT, LTD.
2. The mailing address of the Partnership is 3399 Ponce de Leon Boulevard, Suite 202, Coral Gables, FL 33134.
3. The Partnership was filed on August 14, 1998 and the document number is A98000001941.
4. The registered office address as shown on the records of the Florida Department of State is:

3399 Ponce de Leon Blvd.
Suite 202
Coral Gables, FL 33134

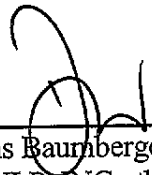
5. The address of the new registered office is:

9553 Harding Avenue
Suite 308
Surfside, FL 33154

6. Such change of registered office was authorized by the General Partner of the Partnership.

IN WITNESS WHEREOF, the undersigned President of the General Partner of BARSA PROJECT, LTD. has executed the foregoing as of December 13, 2001.

BY: _____


Hans Baumberger, President of
WULP, INC., the general partner

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