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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RETAIL CAPITAL PARTNERS, LLC
Name of Limited Liability Company

Dear Sir or Madam:

The enclosed Registered Agent/Registered Office Change and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

KEVIN WATERS
Name of Person

RETAIL CAPITAL PARTNERS, LLC
Firm/Company

21559 BELHAVEN WAY
Address

ESTERO, FL 33928
City/State and Zip Code

KEVINWATERS@PRIMARYCONSULTING.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

KEVIN WATERS at (321) 201-0227
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

\$25 Filing Fee

\$55 Filing Fee & Certified Copy

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 605.0114 or 605.0116, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. Name of the limited liability company: RETAIL CAPITAL PARTNERS, LLC

2. (a) _____ (b) _____
 Principal office address of limited liability company: Mailing address of limited liability company:
 (Note: **MUST BE STREET ADDRESS**) (Note: **MAY BE POST OFFICE BOX**)

21559 BELHAVEN WAY
ESTERO, FL 33928

P.O. Box 1471
BONITA SPRINGS, FL 34133

3. 12/11/07 Date of filing/registration in Florida 4. LO7000122925 Document number

5. (a) CHARLES KEVIN WATERS, CEO
 Registered Agent and Registered Office shown on the records of the Florida Dept. of State:

P.O. BOX 1471 BONITA SPRINGS, FL 34133

Registered Office Address (MUST BE FLORIDA STREET ADDRESS)
21559 BELHAVEN WAY
ESTERO, FL 33928

(b) KEVIN WATERS
 Enter name of NEW Registered Agent and/or NEW Registered Office address:

NEW Registered Office Address:
21559 BELHAVEN WAY
ESTERO, FL 33928

DIVISION OF CORPORATIONS
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If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Kevin Waters
 Signature of a member or authorized representative of a member

KEVIN WATERS
 Printed or typed name of signer

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 obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Kevin Waters
 Signature of Registered Agent