

PO4 00004/644

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

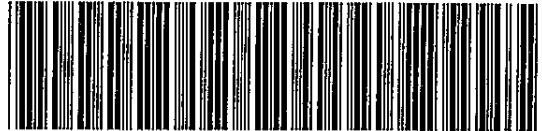
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TALLAHASSEE, FLORIDA  
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LAW OFFICES  
WAYNE P. CASTELLO

TELEPHONE (352) 377-4422  
FAX (352) 373-5792

MERIDIEN PLACE  
2772 N.W. 43RD STREET, SUITE W  
GAINESVILLE, FLORIDA 32606

April 13, 2004

VIA FEDERAL EXPRESS

Division of Corporations  
State of Florida  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32399  
Telephone (850) 487-6051

Re: TheInCircle.com, Inc.

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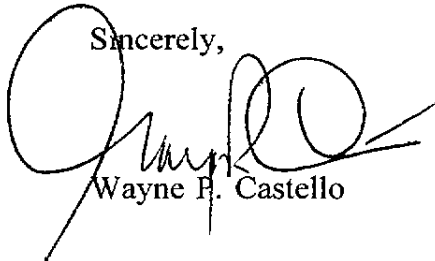
Dear Division of Corporations:

In connection with the above corporation, please find enclosed herewith Statement of Change of Registered Office or Registered Agent or Both For Corporation and Amendment to TheInCircle.com, Inc. I would appreciate your filing both. Checks totalling \$70.00 are enclosed to cover the following costs:

Filing Fee for Statement of Change	\$ 35.00
Filing Fee for Amendment	<u>35.00</u>
TOTAL	\$ 70.00

If there are any questions, please advise. Thank you for your cooperation and assistance with this request.

Sincerely,



Wayne P. Castello

WPC:deh  
Enclosures  
w2.2004-66.ss2

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

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 office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: T/CIRCLE.COM, INC.
2. The principal office address: 2964 Aviation Avenue, 2nd Floor Coconut Grove, FL 33133
3. The mailing address (if different):
4. Date of incorporation/qualification: 2/26/04 Document number: P04000041644

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

Jorge Brouwer
685 Kensington Place
Wilton Manors, FL 33305

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

Anthony Manuel Lopez
2901 Florida Avenue, PH#2
(P.O. Box or personal mailbox NOT acceptable)
Miami, FL 33133

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TALLAHASSEE, FLORIDA

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.

[Signature] ANTHONY MANUEL LOPEZ, PRESIDENT
(Signature of an officer or director) (Printed or typed name and title)

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.

[Signature] 3/21/04
(Signature of Registered Agent) (Date)
Anthony Manuel Lopez

If signing on behalf of an entity:
(Typed or Printed Name) (Capacity)