

PD 600000 3/82

AquaClear Systems



4401 Shallowford Road
Suite 162-176
Roswell, GA 30075

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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**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: AQUA CLEAR SYSTEMS, INC
2. The principal office address: 688 W PALM-AIRE DR
POMPAHO BEACH, FL 33064
3. The mailing address (if different): 4401 SHALLOWFORD RD STE 162-176
ROSWELL, GA 30075
4. Date of incorporation/qualification: 01/06/2006 Document number: PD600000 3182
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

JOHN CARBONE

520 BECKRICH RD - BV 13

PANAMA CITY, FL 32407

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

FRANK LOUREIRO

688 W Palm-Aire Dr

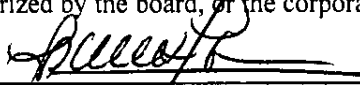
(P.O. Box NOT acceptable)

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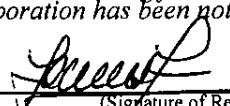
The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

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 of an officer or director)

FRANK LOUREIRO PRES
(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 of Registered Agent)

3/6/07
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

*** FILING FEE: \$35.00 ***