

STEEL
HECTOR
& DAVIS

P95000094763

Steel Hector & Davis LLP
200 South Biscayne Boulevard
Miami, Florida 33131-2398
305.577.7000
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November 29, 2000

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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-12/01/00--01072--004
*****35.00 *****35.00

Re: BIONNE, Inc.

Dear Sirs:

We are enclosing our check #69027, in the amount of \$35.00 as payment for change of Registered Agent for the above referenced corporation.

Sincerely yours,

Consuelo Dausa
Consuelo Dausa
Paralegal Clerk

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC - 1 AM 8:43

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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, the undersigned corporation organized under the laws of the State of B.V.I. 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 BIONNE, INC.
2. The mailing address of the corporation is: 200 South Biscayne Blvd., 4100 Floor, Miami FL 33131
3. Date of incorporation/qualification: 12/22/1995 Document number: P95000096763
4. The name and address of the current registered agent and office:

Ignacio Del Valle
100 S.E. 2ND Street, Suite 4000
Miami, Florida 33131

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

RJVF CORPORATE SERVICES, INC.
200 South Biscayne Boulevard, Suite #4100
Miami, Florida 33131

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

[Handwritten signature of Jorge L. Del Rosal]

(Signature of an officer, chairman or vice chairman of the board)

11/17/00
(Date)

Jorge L. Del Rosal
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

[Handwritten signature of Paul J. Vargas-Fauli]

(Signature of Registered Agent)

11-17-00
(Date)

If signing on behalf of an entity:

Paul J. Vargas-Fauli
(Typed or Printed Name)

President
(Capacity)

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA