COMPANY AGENT, INC.
111 Southwest 5th Avenue, Suite 200 - Warner Place, Miami, Florida 33130-1381
Tel. (305) 324-6000, Facsimile (305) 324-1111, Email: thombusc@intelaw.com

P96000094367

98 FEB -9 AM 8:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 4, 1998

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-02/09/98--01090--017
*****35.00 *****35.00

Re: New Dimensions International, Inc.
Document No. P96000094367

Dear Sir/Madam:

Accompanying this correspondence is a completed and executed Statement of Change of Registered Office or Registered Agent or Both for Corporations for the above referenced corporation to be filed with your office. Also enclosed is a check in the amount of $35.00 to cover the filing fee for said Statement.

Thank you for your attention to and courtesy in this matter. Please contact this office if you have any questions. I remain,

Yours truly,
COMPANY AGENT, INC.

Rose Savinon
Assistant to Thomas H. Buscaglia

:rs
Enclosures
cc: Mr. Russel M. Hoffman, Jr.
President, New Dimensions International, Inc.

VS FEB 11 1998

RA Chg.

Florida Department of State, Sandra B. Mortham, Secretary of State

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 Florida *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 is: New Dimensions International, Inc.

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2. The mailing address of the corporation is : 7081 Northwest 8th Court Plantation, Florida 33313

3. Date of incorporation/qualification: November 19, 1996 Document number: P96000084367

4. The name and address of the current registered agent and office:

Russel M. Hoffman, Jr.
7081 Northwest 8th Court
Plantation, Florida 33313

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

Company Agent, Inc.
111 Southwest 5th Avenue, Suite 200
Miami, Florida 33130-1381

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.

(Signature of an officer, chairman or vice chairman of the board) 1/20/98 (Date)

Russel M. Hoffman, Jr. President/Treasurer
(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.

(Signature of Registered Agent) 2-4-98 (Date)

If signing on behalf of an entity:

Thomas H. Buscaglia, PRES. President
(Typed or Printed Name) (Capacity)

CR2E045(1/95)

FILING FEE: $35.00