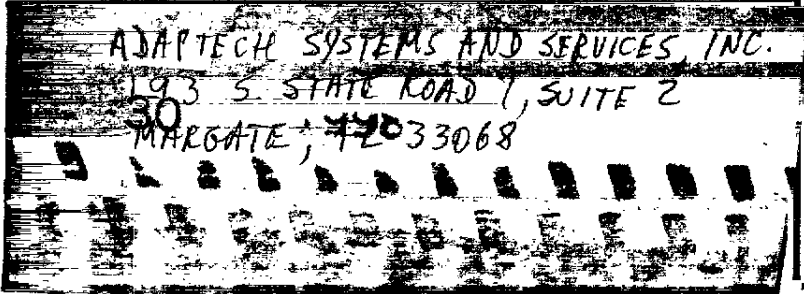


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 -11/02/98--01022--003
 *****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|-----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Handwritten notes:
 PA8000077488
 208 RAC
 11-2-98

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

98 NOV -2 PM 1:01

FILED

| | |
|---------------------|--|
| Examiner's Initials | |
|---------------------|--|

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 _____ 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: ADAPTECH SYSTEMS AND SERVICES, INC.

2. The mailing address of the corporation is: 193 S. ST. RD. 7, SUITE 2
MARGATE, FL 33068

3. Date of incorporation/qualification: 09/08/98 Document number: P98000077488

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

REGISTERED AGENT IS:

RICARDO ABELLA

OFFICE: SAME AS ABOVE

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

SAME AS ABOVE

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

10/30/98
(Date)

RICARDO ABELLA PRESIDENT
(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]
(Signature of Registered Agent)

10/30/98
(Date)

If signing on behalf of an entity:

RICARDO ABELLA
(Typed or Printed Name)

PRESIDENT

REGISTERED AGENT
(Capacity)

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

98 NOV - 2 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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