

P99000062992

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

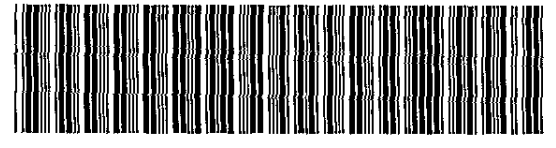
(Business Entity Name)

(Document Number)

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CA  
Change

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

*[Signature]*  
12/12/02



ACCOUNT NO. : 072100000032  
REFERENCE : 853818 4301772  
AUTHORIZATION : *Patricia Kynt*  
COST LIMIT : \$ 35.00

ORDER DATE : December 12, 2002

ORDER TIME : 2:10 PM

ORDER NO. : 853818-005

CUSTOMER NO: 4301772

CUSTOMER: Mr. Gerard Rath  
Pavia & Harcourt Llp  
Floor 12th  
600 Madison Avenue  
New York, NY 10022

CHANGE OF AGENT

NAME: MEDIA PLANNING INTERNATIONAL  
CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_\_ CERTIFIED COPY  
XX \_\_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Troy Todd -- EXT# 1140

EXAMINER: \_\_\_\_\_

### 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: Media Planning International Corporation
- 2. The principal office address: 80 SW 8th Street, Suite 1880, Miami FL 33130-3004
- 3. The mailing address (if different): \_\_\_\_\_
- 4. Date of incorporation/qualification: July 15, 1999 Document number: P99000062992
- 5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Intrastate Registered Agent Corporation  
701 Brickell Avenue, Suite 3000  
Miami, FL 33131

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- 6. The name and street address of the new registered agent (if changed) and /or registered office changed):
- Corporation Service Company  
1201 Hays Street  
(P.O. Box or personal mailbox NOT acceptable)  
Tallahassee, FL 32301

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.

Antoni Rossich Terme (Signature of an officer, chairman or vice chairman of the board)      Antoni Rossich Terme, Executive Vice President (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.*

Jeanine Reynolds (Signature of Registered Agent)      12-12-02 (Date)

If signing on behalf of an entity: Jeanine Reynolds (Typed or Printed Name)      as its agent (Capacity)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:  
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314