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STEEL  
HECTOR  
& DAVIS

Q980000000083

September 07, 2000

Steel Hector & Davis L  
200 South Biscayne Boulevard  
Miami, Florida 33131-2398  
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www.steelhector.com

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

MJH

700003392307--2  
-09/13/00--01095--001  
\*\*\*\*595.00 \*\*\*\*\*35.00

Re: Change of Registered Agent

Dear Sirs:

We are enclosing our check #66301 in the amount of \$595.00 as payment for a change of Registered Agent for the following Corporations:

- 5.200 Investments Ltd., Inc.
- A & R Financial Corp.
- Adventure Holdings Ltd.
- Americapital International Corp.
- Caron and Plamery Corporation
- Celomading, S.A.
- Edson Advisors Inc.
- Fursten Holdings Ltd.
- Heiden Corporation
- Ibiza Development Ltd.
- International Ocean Holdings Ltd.
- Jimsco Corporation
- Katmai Corporation
- La Palma Financial Inc.
- Orlap Entrprises Inc.
- Rockwell Overseas Inc.
- Tottenham Group, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 SEP 13 PM 3:31

Sincerely Yours,

Consuelo Dausa  
Corporate Legal Assistant

**STATEMENT OF CHANGE OF REGISTERED AGENT AND/OR  
REGISTERED OFFICE FOR ALIEN BUSINESS ORGANIZATION  
AND FOREIGN CORPORATION**

PURSUANT TO SECTION 607.0505, FLORIDA STATUTES, THE UNDERSIGNED ALIEN BUSINESS ORGANIZATION OR FOREIGN CORPORATION SUBMITS THE FOLLOWING STATEMENT IN ORDER TO CHANGE ITS REGISTERED OFFICE AND/OR REGISTERED AGENT:

1. ADVENTURE HOLDINGS LTD.

(Name of alien business organization or foreign corporation)

2. 08/28/1998

(Florida registration date)

3. Q09800000083

(Florida document number)

4. \_\_\_\_\_

(FEI Number, if applicable)

5. 200 South Biscayne Blvd., Suite #4100, Miami FL 33131

(Principal office address)

6. Name and address of registered agent and office currently on record with this office:

Valdes-Fauli Corporate Services, Inc.  
2 S. Biscayne Blvd., #3400  
Miami, FL 33131

7. New registered agent and/or office address:

RJVF Corporate Services, Inc.  
c/o Steel Hector & Davis, LLP  
200 South Biscayne Blvd., Suite #4100  
Miami, FL 33131

(Note: Registered office must be a Florida street address)

8. The street address of the registered office and the street address of the business office of the registered agent are identical.

9. Such change was authorized by the board of directors or an officer of the corporation so authorized by the board of directors.

10. \_\_\_\_\_

(Signature of chairman, vice chairman, or officer)

11. Phoenix Director, Ltd. (Raul V. Valdes-Fauli) President

(Name and capacity of person signing in number 10 above)

12. Signature of new registered agent, if applicable:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of section 607.0505, Florida Statutes.

\_\_\_\_\_  
(Registered agent accepting appointment)

8/29/00  
(Date)

**FILING FEE: \$35.00**

**DIVISION OF CORPORATIONS - P.O. BOX 6327 - TALLAHASSEE, FL 32314**

Inhs23(3/95)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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