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(Document Name)



ASTOR
DEVELOPMENT GROUP
2701 SW Third Avenue
Miami, Florida 33129

PICK-UP WAIT MAIL

(Business Entity Name)

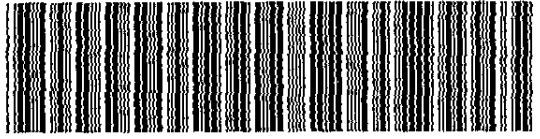
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company 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 limited liability company is: Astor Development Group, LLC
2. The mailing address of the limited liability company is : 2701 SW Third Avenue
Miami, FL 33129

January 24, 2003
3. Date of filing/registration in Florida

L03000002915
4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:


Francisco J. Ortega
Name
5900 SW 73 Street #205
Address
Miami, FL 33143
City, State and Zip

6. The name and address of the new registered agent and/or office:

Peter A. Torres C/O Astor Development Group, LLC
Name
2701 SW Third Avenue
Florida street address (P.O. Box NOT acceptable)
Miami FL 33129
City, State and Zip

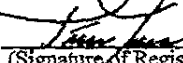
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If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.


(Signature of a member or authorized representative of a member)

Peter A. Torres
(Printed or typed name of signee)

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 obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.


(Signature of Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314