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OF COUNSEL
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February 9, 2000

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****105.00 *****35.00

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

RE: A&T Video/Delta T.V., Inc./General File
Our File No. 97-138

Dear Sirs:

Enclosed is the following:

1. Officer/Director Resignation of Dianne Seker, as Vice-President/Secretary/Treasurer/Director of A&T Video/Delta T.V., Inc.;
2. Officer/Director Resignation of Anthony Seker, II as President/Director of A&T Video/Delta T.V., Inc.; and
3. Statement of Change of Registered Office or Registered Agent or Both for Corporations.

In short, all outstanding shares have been sold to Roberto Roa and he is the new Registered Agent. Mr. Roa is forwarding the filing for the new officers and directors under separate cover.

ROA Hange
2-23-00
CHS

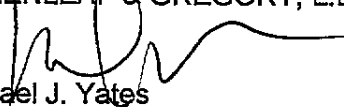
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
February 10, 2000
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Also enclosed is our check in the amount of \$105.00, filing fees for the Resignations of Officer/Director and Statement of Change of Registered Office or Registered Agent or Both for Corporations. All future correspondence, with the exception of acknowledgment of receipt of the above, should be mailed to Mr. Roa at 1441 S.W. 104th Avenue, Pembroke Pines, FL 33025.

Very truly yours,

WELBAUM, GUERNSEY, HINGSTON,
GREENLEAF & GREGORY, L.L.P.



Michael J. Yates

MJY:jh
Enclosures

cc: Anthony Seker, II
Roberto Roa

**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: A & T VIDEO/DELTA T.V., INC.

2. The mailing address of the corporation is: 8741 SW 129 ST MIAMI FL 33176

3. Date of incorporation/qualification: December 27, 1962 Document number: 265548

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

Anthony Seker, II

8745 S.W. 183rd Terrace

Miami, Florida 33157

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

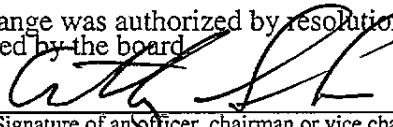
Roberto Roa

1441 S.W. 104 Ave

Pembroke Pines, FL, 33025

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)

FEBRUARY 7, 2000
(Date)

Anthony Seker, II, 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 of Registered Agent)

02-07-2000
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

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TALLAHASSEE, FLORIDA