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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 1, 1999

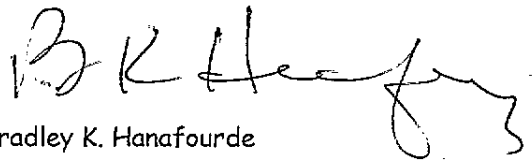
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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*****35.00 *****35.00

Gentlemen:

Enclosed please find a Statement of Change of Registered Office and Registered Agent for Flying Boat, Inc., along with the Corporate Resolution and our check in the amount of \$35.00 for filing fee.

Sincerely,



Bradley K. Hanafourde

BKH/bm
encls.

RA Chg

V. SHEPARD DEC 27 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 18, 1999

BRADLEY K. HANAFORDE, P.A.
9200 S. DADELAND BLVD., #308
MIAMI, FL 33156

SUBJECT: FLYING BOAT, INC.
Ref. Number: 409668

We have received your document for FLYING BOAT, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1622(7) or 617.1622(7), Florida Statutes, provides that a corporation may file an additional updated annual report. The enclosed annual report form can be used for designating the current names and addresses of the officers, directors and/or registered agent of the corporation. Please note the applicable filing fee is \$61.25.

There is a balance due of \$26.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 099A00055394

Date Filed _____

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: FLYING BOAT, INC.

2. The name and address of its present registered agent is: WILLIAM JONES

CORPORATION INFORMATION SERVICES, INC.

1201 Hays Street

Tallahassee, Florida 32301

704 SW 34th St.
Ft. Lauderdale, FL 33315

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

JAMES CONFALONE

3420 South Dixie Highway

Miami, Fla. 33133

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

James Confalone

(Typed or printed name and title)

Signature

James Confalone Pres.

(President or Vice President)

Date

Aug 17, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name James Confalone

Signature

James Confalone

(Agent)

Date

Aug 17, 1999