

STEEL ■  
HECTOR  
DAVIS  
REGISTERED LIMITED LIABILITY PARTNERSHIP

Steel Hector & Davis LLP  
200 South Biscayne Boulevard  
Miami, Florida 33131-2398  
305.577.7000  
305.577.7001 Fax  
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September 27, 2000

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

Re: Change of Registered Agent.


8000003410058--8  
-09/29/00--01083--007  
\*\*\*\*\*350.00 \*\*\*\*\*35.00

Dear Sirs:

We are enclosing our check #66702 in the amount of \$350.00 as payment for a change of Registered Agent for the following Corporations:

113 Investments Ltd.  
Enterex Nutritionals, LLC  
Executive Banking Corporation  
Gama Properties, Inc.  
McGaw Export, Inc.  
Oconto Investment Corporation  
Sevilla Property Holdings, Inc.  
St. Phillips Inv. Co., Inc.  
Vasel Corporation  
Victus, Inc.

Sincerely Yours,

  
Consuelo Dausa  
Corporate Department

FILED  
00 SEP 29 PM 3:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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: St. Phillips Inv. Co., Inc.
2. The mailing address of the corporation is: 200 South Biscayne Boulevard, 41 Floor, Miami FL 33131
3. Date of incorporation/qualification: July 18, 1974 Document number: 455832
4. The name and address of the current registered agent and office:

Valdes-Fauli Corporate Services, Inc.  
Suite 3400, 2 S. Biscayne Boulevard  
Miami, Florida 33131

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

RJVF CORPORATE SERVICES, INC.  
200 South Biscayne Boulevard, 41 Floor  
Miami, Florida 33131

**FILED**  
00 SEP 29 PM 3:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

*Julian Gutierrez*  
(Signature of an officer, chairman or vice chairman of the board)

8/16/00  
(Date)

Julian Gutierrez  
(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]*  
(Signature of Registered Agent)

8/16/00  
(Date)

If signing on behalf of an entity:

Raul J. Valdes-Fauli  
(Typed or Printed Name)

President  
(Capacity)

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