

Hughes Hubbard & Reed LLP

201 South Biscayne Boulevard
Miami, Florida 33131-4332
Telephone: 305-358-1666
Facsimile: 305-371-8759

858443

April 19, 2000

Florida Dept. of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

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-04/24/00--01155--008
*****35.00 *****35.00

**Re: Statement of Change of Registered Office or Registered
Agent or both for Corporations**

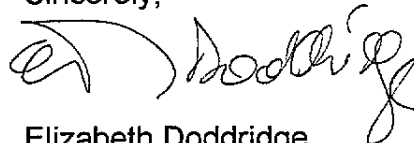
Dear Sir or Madam:

Enclosed is the above referenced Statement of Change for Royal Bank of Canada, for filing with the Florida Department of State.

Enclosed is this firm's check in the amount of \$35.00, which amount represents your fee for same.

If you have any questions concerning the above request, please call me at (305) 379-7232.

Sincerely,



Elizabeth Doddridge
Legal Assistant

Enclosures

FILED
00 APR 24 PM 5:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Change

W6-MID 1000 Park Plaza
New York, NY
10004-1482
212-837-6000

47, Avenue Georges Mandel
75116 Paris, France
(33) (1) 44.05.80.00

1775 I Street, N.W.
Washington, D.C.
20006-2401
202-721-4600

T BROWN MAY - 2 2000

350 South Grand Avenue
Los Angeles, CA
90071-3442
213-613-2800

**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 ^{Country} Canada
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: Royal Bank of Canada

2. The mailing address of the corporation is: 200 Bay Street, RB Plaza, S.T., 9th Floor
Toronto Ontario, Canada, M5J-2J5

3. Date of incorporation/qualification: 11/15/83 Document number: 858443

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

Chris Searson

Royal Bank of Canada, 801 Brickell Avenue,

Suite 2100, Miami, Florida 33131 US

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

Julian Stienstra

Royal Bank of Canada, 801 Brickell Avenue,

Suite 2100, Miami, FL 33131 US

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)
VICE PRESIDENT, GLOBAL PRIVATE BANKING USA

Scott Weyman

(Printed or typed name and title)

APRIL 14, 2000
(Date)

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)

APRIL 14, 2000
(Date)

If signing on behalf of an entity:

Julian Stienstra

(Typed or Printed Name)

Chief Agent

(Capacity)

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