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THE MEMO COMPANY LTD., INC.

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OCTOBER 4, 2000

THE MEMO COMPANY LTD., INC.  
2862 N.W. 79TH AVENUE  
MIAMI, FL 33122-1033

SUBJECT: THE MEMO COMPANY LTD., INC.  
REF: F00000002638

WE RECEIVED YOUR ELECTRONICALLY TRANSMITTED DOCUMENT. HOWEVER, THE DOCUMENT HAS NOT BEEN FILED. PLEASE MAKE THE FOLLOWING CORRECTIONS AND REFAX THE COMPLETE DOCUMENT, INCLUDING THE ELECTRONIC FILING COVER SHEET.

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A STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS MUST BE FILED.

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IF YOU HAVE ANY QUESTIONS CONCERNING THE FILING OF YOUR DOCUMENT, PLEASE CALL (850) 487-6880.

KAREN GIBSON  
CORPORATE SPECIALIST

FAX AUD. #: H00000052354  
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## Statement of Change of Registered Office or Registered Agent or Both for Corporations

Pursuant to the provisions of section 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of California 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: The Memo Company Ltd., Inc.

2. The mailing address of the corporation is:

1221 Brickell Avenue, Suite 1100  
Miami FL 33131

3. Date of incorporation/qualification: 5/10/00 Document Number: F00000002638

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

Iliana Lloret  
2862 NW 79th Avenue  
Miami FL 33122

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

Luis Agramunt  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131

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.

By:  \_\_\_\_\_

Date: 10/4/2000

Printed Name: Fernando Calvo

Printed Title: Chairman of the Board

by L.A. Uriarte as attorney-in-fact

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By:  \_\_\_\_\_

Date: 10/4/2000

Luis Agramunt

by L.A. Uriarte as attorney-in-fact

Juris Magister Corporate Services  
1221 Brickell Avenue, Suite 1100  
Miami FL 33131  
305-373-5802

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