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US Headquarters:

4891 NW 103rd Ave
Suite no. 14
Sunrise, Florida 33351
United States of America
Ph: +1 954 578-3000
Fax: +1 954 578-3001
Http://www.mike-de-brie.co.uk
E-mail: info@mike-de-brie.co.uk

COVER LETTER

SUBJECT: MIKE DE BRIE GROUP (1896) LIMITED (COMPANY)

Document Number F08000004458 - FEI Number 263490664 10/25/2008

To: Amendment Section
Division of Corporations

The enclosed Statement of Change of Registered Agent and fee are submitted for filing. Please return all correspondence concerning this matter to the address stated above. If you require further information concerning this matter, please call me at (954) 578-3000 ext. 701.

Enclosed is a \$35.00 check payable to the Department of State.

Paul Di Cieri-Cambon President & CEO

STATEMENT OF CHANGE OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: MIKE DE BRIE GROUP (1896) LIMITED (COMPANY)
- 2. The principal office / Worldwide Corporate Headquarters of the corporation shall be at:

4891 NW 103rd Avenue, suite# 14, Sunrise, Florida 33351

In furtherance, the Worldwide Corporate Headquarters ("WCH") shall be deemed as the administrative center of the corporation. The corporation's WCH include: the CEO Chief Executive Officer) as a key person and his support staff such as the CEO office and other CEO related functions, as well as the Corporate Policy Making Unit ("CPMU") functions. Said CPMU is in charge of all corporate functions necessary to steer the firm by defining and establishing corporate policies. In addition, the WCH is in charge of all activities that combine or consolidate certain enterprise-wide needed support services, provided based on specialized knowledge, best practices, and technology to serve internal (and sometimes external) customers and business partners, as well as acting as a reporting line and bi-directional link between said WCH and other business units.

3. The registered office of the corporation is located at:

The Grainstore, Stoke Road, Blisworth NN7 3DB, United Kingdom

- 4. Date of qualification: October 13, 2008
- 5. Document number: F08000004458
- 6. The name and street address of the current registered agent on file with the Florida Department of State:

Paul Di Cieri-Cambon of 4891 NW 103rd Avenue, suite# 14, Sunrise, Florida 33351

7. The name and street address of the new registered agent is:

Ugo V. Chiarato, CPA 1680 Michigan Avenue, suite# 1022 Miami Beach, Florida 33139

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 bard, or the corporation has been notified in writing of the change.

Signature of an officer

Paul Di Cieri-Cambon, President & CEO

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Signature of Registered Agent - October 25, 2008