F97000003209 350 East Las O/gs Blud., Suite 800 Address Lauderdale, Flc. 33302 City/State/Zip Phone

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1(Corporation Name)	500045489759 -08/22/0101061009 (Document#) *****35.00 *****35.00
2(Corporation Name)	(Document #)
3(Corporation Name)	(Document #)
4. (Corporation Name)	(Document #)
☐ Walk in ☐ Pick up time ☐ Mail out ☐ Will wait	☐ Photocopy ☐ Certified Copy ☐ Certificate of Status
NEW FILINGS Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Director: Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other AUG 2 7 2001
	Examiner's Initials

CR2E031(7/97)

STATEMENT OF CHANGE OF REGISTERED AGENT OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATION

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statues the undersigned corporation organized under the laws of Antigua and Barbuda with its registered office located at Corporate Services International Limited, P.O. Box 1531, 11 Old Parham Road, St. John's Antigua submits the following statement in order to change its registered office or registered agent, or both in the State of Florida.

register	red agent, or both in the State of Florida.
1.	The name of the corporation: R CRUISES, INC.
2.	The mailing address of the corporation: 350 East Las Olas Boulevard, Suite 800, Ft. Lauderdale, Florida 33302
3.	Date of incorporation/qualification: 6/19/97 Document number: F97000003209
4.	The name and address of the current registered agent and office:
5.	COPROLITE CORPORATION One Southeast Third Avenue Suite 2130 Miami, Florida 33131 The name and address of the new registered agent (if changed) and/or registered office (if changed): ROBERT B. MILLER, ESQUIRE 350 East Las Olas Boulevard Suite 800 Ft. Lauderdale, Florida 33302
	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.

Robert B. Miller, Corporate Secretary

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

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, an I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Robert B. Miller, Corporate Secretary and General Counsel