

F97000005431

Florida Department of State
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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REGISTERED AGENT CHANGE BRIGHTSTAR INTERNATIONAL CORP.

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

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1308, or 617.1308, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: BRIGHTSTAR INTERNATIONAL CORP.
2. The principal office address: 2010 N.W. 86 Avenue, Miami, Florida 33122
3. The mailing address (if different):
4. Date of incorporation/qualification: 10/18/1997 Document number: F97000005431

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Troy Rilo, c/o Kirkpatrick & Lockhart LLP
201 South Biscayne Boulevard, Suite 2000
Miami, Florida 33131

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Clayton E. Parker, Esq., c/o Kirkpatrick & Lockhart LLP
201 South Biscayne Boulevard, Suite 2000
P.O. Box NOT acceptable
Miami, Florida 33131

The street address of its registered office and the street address of the business office of its registered agent, as changed will be furnished.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

[Signature]
(Signature of an officer or director)

A.M. Clark, President
(Printed name of officer or director)

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 obligations of my position as registered agent. 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]
(Signature of Registered Agent)

12/01/2004
(Date)

If signing on behalf of an entity:
(Printed or Printed Name)

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MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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