

G58285

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November 30, 2001

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OF COUNSEL
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MARK L. WEINSTEIN

** ALSO ADMITTED IN GEORGIA

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*AND WASHINGTON, D.C.

Secretary of State, State of Florida
Division of Corporations
Amendments Department
P.O.Box 6327
Tallahassee, FL 32314

100004705611--3
-12/05/01--01029--001
****385.00 *****35.00

Re: Various corporations - change of registered agent

To whom it may concern:

Enclosed please find the Statement of Change of Registered Office or Registered Agent or Both for Corporations for the following corporations:

Cozzoli's Pizza Systems, Inc.
Pompano Fashion Management Corp.
P.B. Pizza Systems, Inc.
Cozzoli Restaurants of Florida, Inc.
Brickell Pizza Systems, Inc.
Cozzoli of 163RD St., Inc.
Cozzoli Restaurant Corp. of Kendall #2
Palmetto Pizza Systems, Inc.
Edison Mall Restaurant Corp. #2
IntraCoastal Pizza Systems, Inc.
South Miami Pizza Systems, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Also enclosed is a check made payable to Department of State, State of Florida in the amount of \$385.00 which represents the \$35.00 filing fee for each of these corporations. Please return a stamped copy of the Statements of Change to us in the enclosed self-addressed stamped envelope.

RO/RA Change
12.11.01
(100)

Secretary of State, State of Florida
Division of Corporations
November 30, 2001
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If you have any questions, please do not hesitate to contact me. Thank you for your attention to this matter.

Very truly yours,

HALL, DAVID AND JOSEPH, P.A.



ADAM J. LAMB

AJL/idh
Enclosures

**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 State of FLORIDA
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 : POMPANO FASHION MANAGEMENT CORP.

2. The mailing address of the corporation : 4770 Biscayne Boulevard, Suite 1040

Miami, Florida 33137

3. Date of incorporation/qualification: _____ Document number: G58285

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

Merrill I. Lamb

4770 Biscayne Boulevard, Suite 1040

Miami, Florida 33137

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

Adam J. Lamb, Esq.

1428 Brickell Avenue, 8th Floor

Miami, Florida 33131

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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.

Merrill I. Lamb
(Signature of an officer, chairman or vice chairman of the board)

11/30/01
(Date)

Merrill I. Lamb, President
(Printed or typed name and title)

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]
(Signature of Registered Agent)

11/30/01
(Date)

If signing on behalf of an entity:

Adam J. Lamb, Esq.
(Typed or Printed Name)

(Capacity)

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