

G63064

LAW OFFICES
BERNSTEIN & BERGER, P.A.
SUITE 1707 NEW WORLD TOWER
100 NORTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33132

JEFFREY A. BERNSTEIN
DAVID S. BERGER

June 6, 1997

TELEPHONE 371-4555
AREA CODE 305
FAX 374-1789

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

RE: Advance Cargo Services, Inc.

1000002208321--5
-06-11-97--0107--014
*****5.00 *****35.00

Gentlemen:

Enclosed you will please find a Statement of Change of Registered Office or Registered Agent, duly executed, and my check in the amount of \$35.00. Please amend your records to reflect the new registered agent.

Very truly yours,

LAW OFFICES OF BERNSTEIN & BERGER

BY


JEFFREY A. BERNSTEIN, ESQ.

FILED
97 JUN 11 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Doc 4/16 R.A. change

Florida Department of State, Jim Smith, Secretary of State

**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.

1a. The name of the corporation is: ADVANCE CARGO SERVICES, INC.

1b. Date of incorporation 10/1/83 Document number 963064

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

Eduardo Rueda

2461 N.W. 67 Avenue, Miami, FL

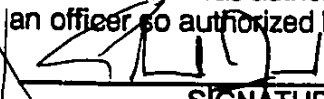
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Jeffrey A. Bernstein, Esq.

100 N. Biscayne Blvd., Suite 1707, Miami, FL 33132

The street address of its registered agent 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.


SIGNATURE
6/6/97
DATE

Eduardo Rueda, President
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, 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 COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 
(Registered Agent)
DATE 6/6/97

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314