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TRANSMITTAL LETTER

TO: AMENDMENT SECTION
DIVISION OF CORPORATION

SUBJECT: FANTASY OF THE OCEAN, LLC

DOCUMENT NUMBER: L00000007985

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lewis R. Shafer, Esq.
Shafer & Association, P.A.
3299 N.W. Boca Raton Blvd, Suite 200
Boca Raton, FL 33431

For further information concerning this matter, please call:

Lewis R. Shafer, Esq. or Camille A. Coolidge, Esq. at 561.362.0808

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

Mailing Address:

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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TALLAHASSEE, FL 32399

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

Pursuant to the provisions of section 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 Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: FANTASY OF THE OCEAN, LLC
2. The principal office address: 16375 N.E. 18th Avenue, Suite 201
North Miami Beach, FL 33162
3. The mailing address (if different): Same as above
4. Date of Incorporation/qualification: 07/06/2000
5. Document No. L00000007985
6. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Gary Brown, Esq.
4000 Hollywood Blvd., Suite 265
Hollywood, FL 33021

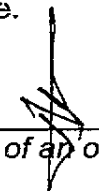
7. The name and street address of the new registered agent (if changed) and/or registered office (if changed):

Lewis R. Shafer, Esq.
Shafer & Associates, P.A.
3299 N.W. Boca Raton Blvd., Suite 200
Boca Raton, FL 33431

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ALLAHABAD, INDIA


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


(signature of an officer or director)

Enrique Soltanik, Managing Member

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)


(Date)