

L00000012810

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ALL OTHER ATTORNEYS
NOT ADMITTED IN FLORIDA

Boca Raton Office
July 18, 2001

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-07/20/01-01052-015
****155.00 *****25.00

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

Re: OLYMPUSAT, INC.
OCEAN COMMUNICATIONS, INC.
SPECTRE ENTERPRISES, INC.
B MANIA TELEVISION NETWORK, L.C.
MOHLER SWORDS LIMITED LIABILITY COMPANY

Dear Madam/Sir:

Enclosed please find a Statements of Change of Registered Office for the above-referenced corporations and limited liability companies, along with a check in the amount of \$ 155.00 to cover the filing fees.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 JUL 20 PM 1:46
FILED

FF \$25

Florida Department of State
July 18, 2001
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Please do not hesitate to contact me if you have any questions regarding the enclosed.

Very truly yours,

A handwritten signature in black ink, appearing to read "Kathleen Pratt". The signature is fluid and cursive, with the first name "Kathleen" written in a larger, more prominent script than the last name "Pratt".

Kathleen Pratt
Legal Assistant

/kmp

Enclosures

cc: Chuck Mohler
John J. Raymond, Jr.

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company 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 limited liability company is: B Mania Television Network, L.C.
new mailing and principal office
2. The mailing address of the limited liability company is :address:
560 Village Boulevard, Suite 250, Brandywine II, West Palm Beach, FL 33409

- 10/19/00
3. Date of filing/registration in Florida
- L00000012810
4. Document number

5. The name of the registered agent and the registered office address as shown on the records of the Florida Department of State:

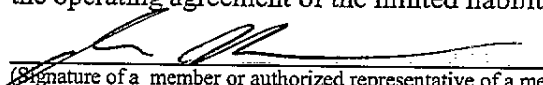
Tom Mohler
Name
470 Columbia Drive, Suite 202A
Address
West Palm Beach, FL 33409
City, State and Zip

6. The name and address of the new registered agent and/or office:

Tom Mohler
Name
560 Village Blvd., Suite 250, Brandywine II
Florida street address (P.O. Box NOT acceptable)
West Palm Beach FL 33409
City, State and Zip

FILED
01 JUL 20 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.


(Signature of a member or authorized representative of a member)

Tom Mohler
(Printed or typed name of signee)

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 obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.


(Signature of Registered Agent) Tom Mohler

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