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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: Y-TEL INTERNATIONAL, L.L.C.
- 2. The mailing address of the limited liability company is:

806 O'Neal Lane Baton Rouge, Louisiana 70816

- 3. Date of filing/registration in Florida: August 8, 2003.
- 4. Document number: L03000029420.
- 5. The name of the registered agent and the registered office on the records of the Florida Department of State:

JAMES A. BARRIOS, ESQ. 521 Buena Vista Street Lakeland, Florida 33805

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

M. KEITH MARSHALL 18305 Biscayne Boulevard - Suite No. 300 Aventura, Florida 33160

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 changes 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)
(Printed or typed name of signee): JAMES CONROY, Treasurer

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 and accept the obligations of my position as registered agent as provided for in Chapterr 608, F.S., OR, if this document is being filed to merely effect 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 print name: M. KEITH MARSHALL

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

FILING FEE: \$25.00