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SERGIO A. PAGLIERY, P.A.

ATTORNEYS & COUNSELORS AT LAW

8788 SW 8th Street Miami, Florida 33174 Telephone: 305-228-7672 Facsimile: (305) 228-7675

Email: EstatesEsq@aol.com

Via U.S. Mail

May 17, 2005

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

Re:

Q Club Hotel, LLC - Change of Address

Dear Sirs,

We are corporate counsel for Q Club Hotel, LLC., a Florida limited liability company. By this letter, we hereby advise you that the principal and mailing addresses have changed, and are as follows:

Principal Address:

8788 S.W. 8 Street

Miami, FL 33174

Mailing Address:

8788 S.W. 8 Street

Miami, FL 33174

Additionally, please also note that the Manager's address has changed as follows:

Manager:

Sergio A. Pagliery 8788 S.W. 8 Street

Miami, FL 33174

Should you have any questions please do not hesitate to contact us. Thank you.

Very truly yours,

Sergio A. Pagliery

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: Q CLUB HOTEL, LLC.		
	ed liability company is: 8788 S.W. 8 STRE	EET	
MIAMI, FL 33174			
10/20/03	L0300040044		
3. Date of filing/registration in Flor	A CONTRACT OF THE PROPERTY OF	per	
Florida Department of State:	and the registered office address as shown on O.A. PAGLIERY, ESQ.	the records of the	
	Name E. THIRD AVE., SUITE 1940		
MIAMI,	Address FL 33131 City, State and Zip	05 TA	
6. The name and address of the new	-	FILED 05 MAY 19 AM 10: 47 SECTOR LATE L'ALLAHASSEE, FLORIDA	
SERGIO	SERGIO A. PAGLIERY, ESQ.		
8788 S.	8788 S.W. 8 STREET		
Florida	street address (P.O. Box NOT acceptable)	RBL 5	
MIAMI,	FL 33174		
	City, State and Zip		
confirmed that after the change or c	ot organized under the laws of the State of Flohanges are made, the Florida street address of ered agent will be identical. Or, in the case of rmed that the change(s) was/were authorized to company or as otherwise provided in the article diability company.	the registered office	
(Signature of a member or anthorized represent	tative of a member)		
SERGIO A. PAGLIERY		_	
(Printed or typed name of signee)			
I hereby accept the appointment as comply with the provisions of all stand I am familiar with and accept to Chapter 608, F.S. Or, if this docum address, I hereby confirm that the li	registered agent and agree to act in this capa ntuies relative to the proper and complete per he obligations of my position as registered ag tent is being filed to merely reflect a change in mited liability company has been notified in v	icity. I further agree to formance of my duties, ent as provided for in the registered office writing of this change.	
(Signature of Registered Agent)			
Division of Corp	orations, P.O. Box 6327, Tallahassee, FL 3	32314	

FILING FEE: \$25.00