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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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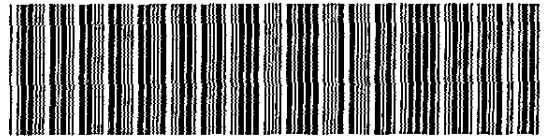
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BLANK



ROME ^{LLP}
COUNSELORS AT LAW

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Fax: (561) 417-8101
Email: belden@blankrome.com

December 1, 2003

BY OVERNIGHT DELIVERY

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: VLC Holdings, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Representative:

Pursuant to your correspondence of November 19, 2003 (copy enclosed), enclosed are the Articles of Amendment to Articles of Organization for the above-referenced entity, in addition to a Statement of Change of Registered Agent. Our firm's check in the amount of \$25.00 is also enclosed representing payment in full for the filing fee for the Statement of Change. Please use the overnight return envelope provided to return the previously requested Certificate of Status to me.

Please feel free to contact me if you have questions or need further information. Thank you in advance for your prompt attention to this matter.

Sincerely,


Elena Belden
Paralegal

Enclosure

cc: Bruce C. Rosetto, Esq. (w/o enclosures)

**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: VLC Holdings, LLC
2. The mailing address of the limited liability company is : 2455 E. Sunrise Blvd., Suite 502
Fort Lauderdale, FL 33304

October 21, 2003

L03000040229

3. Date of filing/registration in Florida

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:

Bruce Rosetto

Name

1200 N. Federal Highway, Suite 417

Address

Boca Raton, FL 33432

City, State and Zip

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

Donna Levy

Name

2455 E. Sunrise Blvd, Suite 502

Florida street address (P.O. Box NOT acceptable)

Fort Lauderdale FL 33304

City, State and Zip

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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.

Donna Levy

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

Donna Levy

(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.

Donna Levy

(Signature of Registered Agent)

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