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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

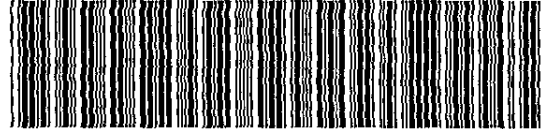
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SACHS SAX KLEIN

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RICHARD C. BULMAN, JR., ESQ.
E-MAIL: rbulman@ssklawfirm.com

July 1, 2004

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

Re: E-Smart Consulting LLC /Filing Date 1/5/04
Document number: L04000000650
Our File Number 5264.01

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04 JUL -7 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed for filing please find the fully executed Statement of Change of Registered Office or Registered Agent or Both for Limited Liability Company, along with our firm's check number 49183 in the amount of Twenty Five Dollars (\$25.00) made payable to Florida Department of State for the above referenced limited liability company.

Kindly file this Statement and provide us with a copy of the filing. We have enclosed a self-addressed stamped envelope for your convenience.

If you have any questions, please do not hesitate to contact the undersigned. Thank you for your assistance.

Very truly yours,

SACHS SAX KLEIN



Jane Breyer
Legal Assistant
(561) 237-6901

enclosures

M:\Corporate\E-Smart Consulting\Correspondence\Secretary of State filing registered agent.doc

**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: E-Smart Consulting LLC
2. The mailing address of the limited liability company is : Intermedia Corp. Biz Ltd.,
CCCT Torre A Piso 10, Ofc 1001 Chuao, Caracas, Miranda 1064, Venezuela

January 5, 2004

L04000000650

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:

Florida Filing & Search Services, Inc.

Name

1333 North Duval Street

Address

Tallahassee, FL 32302

City, State and Zip

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

Richard C. Bulman, Jr., Esq.

Name

c/o Sachs Sax Klein, 301 Yamato Road, Suite 415

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

Boca Raton FL 33431

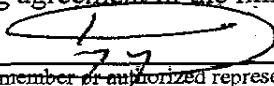
City, State and Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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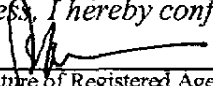
If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida 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.


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

Paul Ortega- Medina

(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)

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