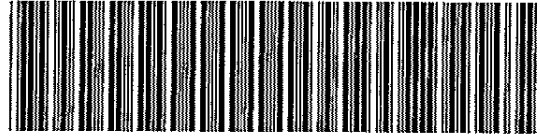


L04 000016289

(Domestic Name)

J. Hladon
2585 12th Avenue SW
New Beach, Florida 32968



100056666141

(City/State/Zip/Phone #)

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(Business Entity Name)

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N. Sullivan JUL 19 2005

**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: Cruise and Travel Partners, LLC
2. The mailing address of the limited liability company is : 912 Adams Way
West Chester, PA 19382

3. Date of filing/registration in Florida 3/1/2004 4. Document number L04000016289

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

Janet Goldman

10116 44th Avenue South

Boynton Beach, FL 33436

City, State and Zip

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

Janet Goldman

2585 12th Square SW

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

Vero Beach FL 32968

City, State and Zip

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.

Jodi B. Murphy, MANAGING MEMBER
(Signature of a member or authorized representative of a member)

Jodi B. Murphy, Managing Member

(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.

Janet D. Goldman
(Signature of Registered Agent)

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

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