L905_{LAW OFFICES} STEVEN M. ROSEN

ADMITTED TO PRACTICE IN FLORIDA AND NEW YORK

5601 BUILDING 5601 BISCAYNE BOULEVARD MIAMI, FLORIDA 33137 TELEPHONE: (305) 758-3100 FAX: (305) 756-7105

April 7, 1997

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

Urban Organization, Inc. Document Number: L90535

TAPR-9 AMII: 49
FECRETARY OF STATE
ECRETARS SEE, FLORIDA

900002137499--7 -04/03/97--01045--007 *****35.00 ******35.00

Dear Sirs:

I enclose an original Statement of Change of Registered Agent form, this together with my firm check payable to Florida Department of State in the sum of \$35.00. Kindly effectuate the change.

Very truly yours,

STEVEN M. ROSEN

SMR:mm enc. cp\urb\ste.ltr

all in the

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida. 1a. The name of the corporation is: _URBAN ORGANIZATION, INC. 1b. The mailing address of the corporation is: 3800 N.W. 22nd Avenue, Miami, Florida 33142 1c. Date of incorporation: July 30, 1990 Document number: 190535 2. The name and address of the current registered agent and office: Harold E. Patricoff, Esq. Shutts & Bowen, P.A., 201 South Biscayne Boulevard Miami, Florida 33131 3. The name and address of the new registered agent and office:(P.O. Box Not Age Steven M. Rosen, Esq., 5601 Biscayne Boulevard Miami, Florida 33137 The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical. Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board. (Signature of an officer, chairman or vice chairman of the board) (Dáte) Jacque E. Thermilus, Pres. (Printed or typed name and title) Having been named as registered agent and to accept service of process for the above stated corporation, 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 my duties, and I am familiar with and accept the obligation of my position as registered great. registered agent. (Signature of Redistered Agent) (Date) If signing on behalf of an entity: Attorney Steven M. Rosen, Esq. (Typed or Printed Name)

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

FILING FEE: \$35.00