

L960000000047

333 SOUTH HOPE STREET, SUITE 3300
LOS ANGELES, CALIFORNIA 90071-3042
TELEPHONE (213) 820-1886
FACSIMILE (213) 220-0818

1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CALIFORNIA 90067-4276
TELEPHONE (310) 277-1010

CABLE ADDRESS: IRELLA LSA
FACSIMILE (310) 203-7190

840 NEWPORT CENTER DRIVE, SUITE 500
NEWPORT BEACH, CALIFORNIA 92660-8324
TELEPHONE (714) 760-0991
FACSIMILE (714) 760-5200

WRITER'S DIRECT DIAL NUMBER
(310) 203-7928

December 16, 1996

VIA FEDERAL EXPRESS

600002036946--2
-12/24/96--01087--013
*****35.00 *****35.00

Mr. Ed Schaet
International Software Solutions USA, L.C.
500 Clearlake Plaza
500 Australian Avenue, South
Suite 100
West Palm Beach, Florida 33401

Re: Statement of Change of Registered Agent

Dear Mr. Schaet:

Enclosed is a Statement of Change of Registered Agent which needs to be filed with the Florida Secretary of State. Please sign and date the form at the blue arrow, and have Mr. Krug-Basse sign and date at the red arrow. Once signed, please forward the form along with the enclosed \$35.00 check to:

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

If you have any questions regarding the above filing, please call me at (310) 203-7928.

Sincerely,

Linda Leonard
Linda Leonard
Legal Assistant

LL:11
Enclosures

cc: Elliot Freier, Esq.
C.A. Webb

SH 1/2
RA CL

FILED
96 DEC 23 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State, Sandra B. Matheson, Secretary of State
**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.502, Florida Statutes, the undersigned limited liability company 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 limited liability company is: International Software Solutions USA, L.C.

1b. The mailing address of the limited liability company is: 500 Clearlake Plaza,
500 Australian Avenue South, Suite 100, West Palm Beach, FL 33401

1c. Date of filing/registration in Florida: 1/11/96 Document number: L96000000047

2. The name and address of the current registered agent and office:

Timothy Guptill

500 Clearlake Plaza

500 Australian Ave., South
Suite 100

West Palm Beach, FL 33401

3. The name and address of the new registered agent and office: (P.O. BOX NOT ACCEPTABLE)

Ed Schaet

500 Clearlake Plaza

500 Australian Ave., South, Suite 100
West Palm Beach, FL 33401

After the change or changes are made, the street address of the registered office and the business office of the registered agent will be identical.

Such change was authorized by affirmative vote of a majority of the members of the limited liability company or as provided in the articles of organization or the regulations of the limited liability company.


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

Philippe-Charles Krug-Basse, President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated limited liability company, 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 obligation of my position as registered agent.


(Signature of Registered Agent) Ed Schaet

(Date)

Division of Corporations, P.O. Box 6317, Tallahassee, FL 32314

DUPLICATE

FILING FEE: \$35.00