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PAE OF FLORIDA, L.C.

2101 Coral Way
Miami, Florida 33145
Tel. No.: 305/856-6030

FILED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

June 28, 2002

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

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*****25.00 *****25.00

Re: PAE of Florida, L.C.
Change of Principal and Mailing Address and of Registered Agent and Office

Sir/Madam:

Please update the principal and mailing address of the above-referenced limited liability company as follows:

Principal Address

c/o Elias J. Beniflah
2101 Coral Way
Miami, FL 33145

and

Mailing Address

c/o Elias J. Beniflah
2101 Coral Way
Miami, FL 33145

Also, enclosed for filing is the Statement of Change of Registered Agent and Registered Office, as well as check no. 5596 in the amount of \$25.00 to cover filing fees.

Should you have any questions or concerns, please do not hesitate to contact me.

Sincerely,



Elias J. Beniflah

**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: PAE OF FLORIDA, L.C.

2. The mailing address of the limited liability company is : 2101 CORAL WAY, MIAMI, FL 33145

MARCH 11, 1997

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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:

C/O CARLOS M. PAZOS, CPA, PA

Name

299 ALHAMBRA CIRCLE, SUITE 203

Address

CORAL GABLES, FL 33134

City, State and Zip

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

ELIAS J. BENIFLAH

Name

2101 CORAL WAY

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


MIAMI

FL

33145

City, State and Zip

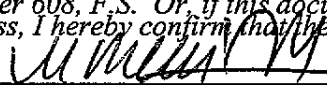
If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida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


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

ELIAS J. BENIFLAH, AUTHORIZED AGENT

(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