

L98000001707

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December 03, 1999

REPLY TO:

Miami

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

900003061399--7
-12/06/99--01074--021
*****35.00 *****35.00

Re: Network Cargo Systems Worldwide, L.L.C.
- Document No. L98000001707
Our File No. 98-1207

Dear Sir or Madam:


Enclosed is a Statement of Change of Registered Office/Registered Agent for the above-referenced limited liability company. Also enclosed is a check made payable to the Department of State in the amount of \$35.00 for payment of the filing fee.

Sincerely,
HOLTZMAN, KRINZMAN,
EQUELS & FURIA, P.A.



Robert Q. Lee

RQL/rb
Enclosures



FILED
99 DEC -6 PM 4:13
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE, KATHERINE HARRIS, SECRETARY OF STATE

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR LIMITED LIABILITY COMPANIES**

Pursuant to the provisions of section 608.416, 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 company is NETWORK CARGO SYSTEMS WORLDWIDE, L.L.C.

1b. Date of organization: 09/04/1998 Document number: L98000001707

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

Claude Bijaoui
3000 Island Boulevard #2405
Aventura, FL 33160

3. The name and address of the new registered agent and office:

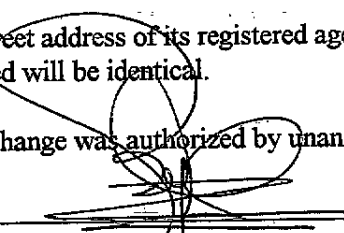
HKE&F Registered Agent Corp.
2601 S. Bayshore Drive, Suite 600
Miami, Florida 33133

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by unanimous consent of its members.

Signature

Date

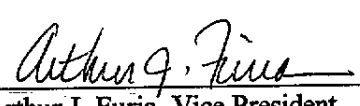

December 3rd 1999

CLAUDE BIJAOU, PRESIDENT
Typed or printed name and title
Claude Bijaoui, Manager

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Date: December 3rd, 1999

Signature:


Arthur J. Furia, Vice President
HKE&F Registered Agent Corp.

**DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
FILING FEE: \$35.00**