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(Address)

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(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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March 31, 2005

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

Re: Clueless L.L.C.

Dear Sir/Madam,

Enclosed you will find the application for Change of Registered Agent and our check in the amount of \$25.00 to cover your filing fee. Please fax and mail the filed evidence to the following:

Fax : 302-421-5753

Registered Agents Legal Services, LLC
Attn: Terry Scaglione
1220 N. Market Street, Suite 806
Wilmington, DE 19801

If you have any questions, please call me at 800-400-6650. Thank you.

Sincerely,

Terry Scaglione
Incorporating Specialist

Registered Agents
Legal Services, LLC

1220 N. Market Street
Suite 806
Wilmington, DE 19801
(302) 427-6970
(800) 400-6650
(302) 421-5753 [fax]
info@IncLegal.com [email]
www.IncLegal.com

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**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: Clueless L.L.C.
2. The mailing address of the limited liability company is : 725 Nina Drive
Tierra Verde, Florida 33715

3. Date of filing/registration in Florida 03/31/1999 4. Document number L99000001823

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

De Martigny, Charles
Name
1219 Tallevast Road
Address
Sarasota, FL 34243
City, State and Zip

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

Registered Agents Legal Services, Inc.
Name
1333 North Duval Street
Florida street address (P.O. Box NOT acceptable)
Tallahassee FL 32303
City, State and Zip

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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.

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

SYLKE WAGNER
(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.

W. M. Callahan
(Signature of Registered Agent)

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