

L99000004076

Lightning Ventures LLC
800 Brickell Avenue, Suite 201
Miami, Florida 33131

December 7, 2001

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

300004720103--0
-12/12/01--01025--005
*****25.00 *****25.00

Re: Lightning Ventures LLC
Document Number: L99000004076

Dear Sir or Madam:

This letter is to notify your office of a change of address for Lightning Ventures LLC.:

Previous Address: One S.E. Third Avenue, Suite 1700
Miami, Florida 33131

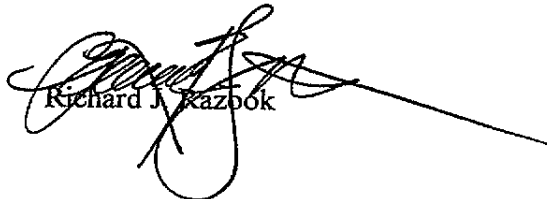
New Address: 800 Brickell Avenue, Suite 201
Miami, Florida 33131

Phone Number: 305-374-3073

Fax Number: 305-577-3499

The above address is both the physical location and the mailing address of Lightning Ventures LLC. Please adjust your records accordingly. Thank you for your prompt attention to this matter.

Sincerely,


Richard J. Razbok

FILED
2001 DEC 12 AM 9:21
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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: LIGHTNING VENTURES LLC
2. The mailing address of the limited liability company is: 800 BRICKELL AVENUE
SUITE 201, MIAMI, FLORIDA 33131
3. Date of filing/registration in Florida JULY 7, 1999
4. Document number L99000004076

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

RICHARD J. RAZOOK
Name
C/O THOMSON MURARO RAZOOK & HART, P.A.
Address
1 SE. 3RD AVENUE, SUITE 1700
MIAMI, FL 33131
City, State and Zip

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

RICHARD J. RAZOOK
Name
C/O FOLEY & LARDNER 800 BRICKELL AVE., SUITE 201
Florida street address (P.O. Box NOT acceptable)
MIAMI FL 33131
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)

RICHARD RAZOOK
(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

FILED
2001 DEC 12 AM 10:00
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA