



THE UNITED STATES
CORPORATION
COMPANY

MA-1000000053

ACCOUNT NO. : 072100000032

REFERENCE : 982521 - 5028492

AUTHORIZATION :

COST LIMIT : \$ 25.00

Patricia Pujols

ORDER DATE : January 30, 2001

ORDER TIME : 10:43 AM

ORDER NO. : 982521-275

CUSTOMER NO: 5028492

CUSTOMER: Ms. Evelyn Pelicot Bellew
Cambrian Corporation
1114 Avenue Of The Americas
28th Fl.
New York, NY 10036

000003674260--9

CHANGE OF AGENT

NAME: AMERICAN RETAIL CREDIT
SERVICES, L.L.C.

01 FEB 12 PM 12:16
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

WB
2-12-01

RECEIVED
01 FEB 12 AM 11:25
DEPARTMENT OF STATE
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: AMERICAN RETAIL CREDIT SERVICES, L.L.C.

2. The mailing address of the limited liability company is : 148 North University Drive,
Penbrooke, FL 33024

February 12, 1997
3. Date of filing/registration in Florida

M97000000053
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:

CT Corporation System
Name
1200 South Pine Island Road
Address
Plantation, FL 33324
City, State and Zip

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

Corporation Service Company
Name
1201 Hays Street
Florida street address (P.O. Box NOT acceptable)
Tallahassee FL 32301
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.

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

AMERICAN RETAIL GROUP, INC., MEMBER
BY: HOWARD JACKSON, VICE PRESIDENT
(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.

Carol K. Dole
(Signature of Registered Agent)

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

APPROVED
AND
FILED
01 FEB 12 PM 12:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE