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**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Under the provisions of Florida Statutes 607.0502 or 607.1508, the undersigned corporation 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.

1. The name of the corporation is: ALERT International, Inc..
2. The mailing address of the corporation is: 2840 West Bay Drive, Suite 330, Belleair Bluffs, Florida 33770. □
3. Date of incorporation/qualification: April 11, 2001
Document number: P01000036767.
4. The name and address of the current registered agent and office:
William K. Lovelace, Esquire
401 South Lincoln Avenue, Clearwater, Florida 33756
5. The name and address of the new registered agent and office:
George S. Payson, III
2840 West Bay Drive, Suite 330, Belleair Bluffs, Florida 33770.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

This change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Evelyn Hawkes January 21, 2002
Evelyn Hawkes, Director

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


George S. Payson, III

January 21, 2002