

N97000001922

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Rachel's Children International
(Name of corporation)

4000008101074--2

-09/30/02--01050--019

DOCUMENT NUMBER: N97000001922

*****35.00 *****35.00

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Russell M Thomas

(Name of person)

Rachel's Children International

(Name of firm/company)

850 NE 3rd St., #208

(Address)

Dania Beach, FL 33004

(City/state and zip code)

For further information concerning this matter, please call:

Russell M Thomas

(Name of person)

at (954) 927-0549

(Area code & daytime telephone number)

Enclosed is a \$35.00 check made payable to the Department of State.

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED

02 SEP 30 PM 12:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RO/change
CA 10/2/02

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

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida _____ in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Rachels's Children International, Inc.
2. The principal office address: 1937 East Atlantic Blvd, #6
Pompano Beach, FL 33060
3. The mailing address (if different): _____

4. Date of incorporation/qualification: April 4, 1997 Document number: N97000001922

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Russell M Thomas

1937 East Atlantic Blvd, #6

Pompano Beach, FL, 33060

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Russell M Thomas

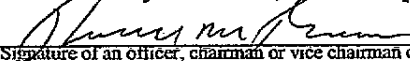
850 NE 3rd St., #208

(P.O. Box or personal mailbox NOT acceptable)

Dania Beach, FL, 33004

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

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.


(Signature of an officer, chairman or vice chairman of the board)

Russell M Thomas, Vice President
(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.


(Signature of Registered Agent)

22 Sep 02
(Date)

If signing on behalf of an entity:

Rachel's Children International

Vice President/Agent

22 Sep 02

(Typed or Printed Name)

(Capacity)

***** FILING FEE: \$35.00 *****

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CLERK OF STATE
TALLAHASSEE, FLORIDA

02 SEP 30 PM 12:55

FILED

OFIT CORPORATION