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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: JUNGLE HABITAT, INC.

AUDIT NUMBER.....H98000003645

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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

Pursuant to the provisions of section 617.0501 Florida Statutes, 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: Jungle Habitat, Inc.
 - a. Date of Incorporation: August 18, 1997
 - b. Document Number: N 97000004677
2. The name and address of the current registered agent and office:

Lori S. Bruckheim
11000 S.W. 57th Avenue
Miami, Florida 33156

3. The name and address of the new registered agent and office:

Mary Levine
11000 S.W. 57th Avenue
Miami, Florida 33156

The street address of its registered agent 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.


Mary Levine, President

Date: February 14, 1998

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 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.


Mary Levine, Registered Agent

Date: February 14, 1998

Prepared By: Leslie A. Todd, Esq.
201 Alhambra Circle, #801
Coral Gables, Florida
305-446-3033
FBN-081589

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