POLIAKOFF, P.

5201 Blue Lagoon Drive, Suite 100 Miami, Florida 33126

Phone: (305) 262-4433 Fax: (305) 262-4504 FL Toll Free (800) 533-4874 Internet: www.becker-poliakoff.com Email: bp@becker-poliakoff.com

Florida Offices

Administrative Office 3111 Stirling Road Ft. Lauderdale, FL 33312

Boca Raton* Clearwater

Ft. Myers

Ft. Walton Beach

Hollywood Melbourne*

Miami

Naples Orlando

Port Charlotte*

St. Petersburg

Sarasota Tallahassee

Tampa

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West Palm Beach

available for consultation by appointment only

Toll Free: (800) 432-7712

September 7, 2000

Florida Department of State **Division of Corporations**

PO Box 6327

Tallahassee, FL 32314

Attn: Registered Office/Registered Agent Department

Re: Statement of Change of Registered Office/Registered Agent

Manatee Consulting, Inc. Our File No: K20699/70063

Dear Sir or Madam:

Enclosed please find a Statement of Change of Registered Office/Registered Agent for the above referenced corporation, together with the filing fee in the amount of \$35.00.

International Offices

People's Republic of China

Prague, Czech Republic

Bern, Switzerland*

Please make the change as requested and contact the undersigned if you

have any questions.

Alexander Reus

Sincerely yours

FOR THE FIRM

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Reply To: Miami Alexander Reus,

J.D. (Germany), J.D., LL.M.

areus@becker-poliakoff.com

Direct Dial: (305) 260-1027

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

R.A. Warge

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

Pursuant to the provisions of sections 607.0502, 617.0505, 607.1508, or 617.1508, Florida Statues, the undersigning 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: MANATEE CONSULTING, INC.
2. The mailing address of the corporation is: c/o Baur, Woodbridge, Reus & Klein, P.A. 100 N. Biscayne
Blvd., 21st Floor, Miami, FL 33132-2306, NEW ADDRESS: 5201 Blue Lagoon Drive, Suite 100, Miami, FL 33126
3. Date of incorporation/ qualification: 01/10/2000 Document number: P00000004624
4. The name and address of the current registered agent and office:
Alexander Reus, Esq.
100 N Biscayne Blvd., 21st Floor New World Tower
Miami El 33132
5. The name and address of the new registered agent and office; (P. O. Box Not Acceptible)
Alexander Reus, Esq., c/o Becker & Poliakoff, P. A.
5201 Blue Lagoon Drive, Suite 100
Miami, FL 33126 The street address of its register 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 any officer so authorized by the board.
Mallin 09/11/2000
(Signafare of an officeer, chairman or vice chairman of the board) (Date)
(Printed or typed name and title)
Having been named as registered agent and to accept service of process for the above stated corporation, 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. (Signature of Registered Agent) (Date)
(Signature of Registered Agent) (Date)
If signing on behalf of an entity:
(Typed or Printed Name) (Capacity)
* * * FILING FEE: \$ 35.00 * * *