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State of Florida Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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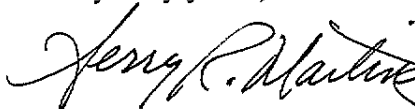
Re: Side Investments, Inc. (Fla.) – Document Number: P00000006410

To whom it may concern:

Enclosed please find a Statement of Change of Registered Office and our check number 2069, in the amount of \$35.00, for the above-referenced company filing fee.

If you should have any questions or comments, please do not hesitate to give me a call at the phone numbers listed above.

Very truly yours,



Terry R. Martinez

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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, 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 : Side Investments, Inc.
2. The mailing address of the corporation : Side Investments, Inc.
James M. Meyer, Esq.
Kilpatrick Stockton, LLP
200 So. Biscayne Blvd., Suite 2000, Miami, FL 33131
3. Date of incorporation/qualification: 1/20/2000 Document number: P00000006410
4. The name and address of the current registered agent and office:
Robert R. Adams
AGIM Registered Agents, Inc.
1200 Brickell Avenue, Suite 900
Miami, Florida 33131
5. The name and address of the new registered agent (if changed) and/or registered office (if changed)
(P. O. Box Not Acceptable)
James M. Meyer, Esq.
Kilpatrick Stockton, LLP
200 South Biscayne Blvd., Suite 2000
Miami, Florida 33131

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.

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

1/19/01
(Date)

Dionisio Gutierrez, President

(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.

James M. Meyer
(Signature of Registered Agent)

1/19/01
(Date)

If signing on behalf of an entity:

Dionisio Gutierrez
(Typed or Printed Name)

President
(Capacity)

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