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April 8, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Change of Registered Office

Re: FABA Millenium Kids, Inc.; Shark International Investments, Inc.

600005235736--9
-04/10/02--01060--001
*****70.00 *****35.00

Dear sir or madam:

I enclose my trust account check in the amount of \$70.00 payable to the Division of Corporations to file the Statement of Change of Registered Office for the above referenced corporations.

Very truly yours,

Linda M. Smith
Linda M. Smith

LMS:tf
Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 APR 10 AM 10:15

R. A. Change
LFO
4-11-2002

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 _____ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: FABA MILLENNIUM KIDS, INC.

1b. The mailing address of the corporation is : c/o STEPHEN DANNER 1101 BRICKELL AVENUE, SUITE 1402 MIAMI, FLORIDA 33131

1c. Date of incorporation: 01/24/2000 Document number: P00000007246

2. The name and address of the current registered agent and office:

LINDA M. SMITH, ESQ. 11900 Biscayne Blvd, Suite 200 Miami, Florida 33181

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

LINDA M. SMITH, ESQ. 11900 Biscayne Blvd., Suite 503 Miami, Florida 33181

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 2002 APR 10 AM 10:15

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.

(Signature of an officer, chairman or vice chairman of the board) Linda M. Smith, Asst. Secretary (Date) 12/07/01 (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) 12/07/01

If signing on behalf of an entity: (Typed or Printed Name) (Capacity)