

P00000010992

Thelma Lewis
Corporate Specialist Supervisor
Florida Dept. of State
POB 6327
Tallahassee, FL 32314

Sept. 21, 2000

Dear Ms. Lewis,

RE: FL Ref. Number: P00000010992

200003410652--4

-10/02/00--01031--001

Please refile the Statement of Change of Registered Office for Corporations; the correct address has been added to the original document. The \$35 fee is attached. *****35.00

Thank you for your help.

Sincerely,



Stephen Watson
President, Playeworld Productions, Inc.

FILED
00 SEP 29 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA change

F. LEWIS SEP 29 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 8, 2000

STEPHEN WATSON
WATSON ASSET MANAGEMENT, INC.
237 PARK AVENUE, SUITE 801
NEW YORK, NY 10017

SUBJECT: PLAYWORLD PRODUCTIONS, INC.
Ref. Number: P00000010992

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The designation of the registered agent must be at a Florida street address.

The fee to file your document is \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 000A00047633

FROM :

FAX NO. :

Apr. 19 2000 02:57PM P1

Florida Department of State, Sandra B. Mortham, Secretary of State

**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: PLAYWORLD PRODUCTIONS, INC

1b. The mailing address of the corporation is: 237 Park Ave Suite 801
New York NY 10017

1c. Date of incorporation: 2/1/00 Document number: F000000010992

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

LISA N. Fox Esq
17980 N.E. 31ST CT #1303
AVENTURA FL 33160

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

Stephen Watson
1500 Ocean Drive #1003
Miami Beach, FL

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)

8/28/2000
(Date)

Stephen Watson
(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)

If signing on behalf of an entity:

Stephen Watson
(Typed or Printed Name)

President
(Capacity)

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

FILING FEE: \$35.00

FILED
00 SEP 29 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA