

RAY'S SOUND & VIDEO, INC. 7389 NW 47TH PLACE LAUDERHILL, FLORIDA 33319

June 26, 2000

900003318089--5 -07/10/00--01107--009 ******35.00 ******35.00

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

Statement of Change of Registered Office and/or Registered Agent of

Ray's Sound & Video, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) Copy of the Change of Registered Office and/or Registered Agent for the above-referenced Corporation. Also please find a check in the amount of \$35.00 to cover the filing fee.

Kindly return the copy of this change document after you have stamped it in the enclosed self-addressed, stamped envelope.

Very truly yours,

Raymond A. Rifice

President

Enclosures

FILED

00 JUL 10 PM 2: 02

SEGRETARY OF STATE
AND ASSEFT FLORIDA

RAIRO Chanse Sparpe 7/20/00

CHANGE OF REGISTERED OFFICE AND/OR REGISTERED AGENT

Name of Corporation:

Ray's Sound & Video, Inc.

Present registered office (before change):

3732 N. W. 16th Street Fort Lauderdale, Florida 33311

New registered office:

1972 NE 119 Road N. Miami, Florida 33181

Present registered agent (before change):

Filings, Inc.

New registered agent:

Lydia Rifice

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of the above corporation are identical.

I further certify that the above change of registered office and/or registered agent has been authorized by resolution duly adopted by Ray's Sound & Video, Inc.

Date: April 17, 2000

RAY'S SOUND & VIDEO, INC

RAYMOND A. RIFICE, PRESIDENT

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated above, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.

LYDÍAKIFICE

Registered Agent