

STEEL ■
HECTOR
■ DAVIS
INTERNATIONAL™

P00000096852

September 12, 2002

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Re: Las Rosas Corp. & Projectland Corp.

Dear Sirs:

We are enclosing Forms and our checks #90880 & 90881, in the amount of \$35.00 each,
in payment for change the Registered Agent for the above referenced corporation.

Sincerely yours,

Consuelo Dausa

Consuelo Dausa
Paralegal Clerk

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-09/16/02--01058--004
*****35.00 *****35.00

MIA-44677-1

FILED
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SECRETARY OF STATE
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Steel Hector & Davis LLP

www.steelhector.com

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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: PROJECTLAND CORP.
2. The mailing address of the corporation: 200 South Biscayne Blvd., Suite # 4100
Miami, FL 33131
3. Date of incorporation/qualification: 10/16/2000 Document number: P0000008852
4. The name and address of the current registered agent and office:
VALDES PAULI CORPORATE SERVICES, INC.
2 South Biscayne Blvd., Suite #3400
Miami, FL 33131
5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)
CORPORATE INTERNATIONAL REGISTERED AGENTS, INC.
200 South Biscayne Blvd., Suite #4100
Miami, FL 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 authorized by the board.

X

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

(Date)

Jose Schuchner Vice-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.

(Signature of Registered Agent)

8/23/02

(Date)

If signing on behalf of an entity:

Raul J. Valdes-Pauli

(Typed or Printed Name)

President

(Capacity)

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

CR-6043(9/00)

DIVISION OF CORPORATIONS

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