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November 29, 2001

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* DIST. OF COLUMBIA BAR ALSO
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Please Reply To: Philadelphia

Our File No. 15063-26144

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

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-12/04/01--01050--002
*****35.00 *****35.00

Re: Stealth Air Courier, Inc.

Dear Sir or Madam:

Enclosed are the original and two copies of Statement of Change of Registered Office and Agent regarding the above-referenced corporation. Please time stamp the copies of the Statement and return them to our office in the envelope provided. Our client's check in the amount of \$35.00 is also enclosed as the filing fee.

If you have any questions, please contact our office. Thank you for your attention to this matter.

Very truly yours,

MATTIONI, LTD

Michael Mattioni
Michael Mattioni

*ROA Change
12-11-01
MS*

FILED
01 DEC -4 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MM:tls

Enclosures

cc: John Mattioni, Esquire (w/encs.)
Stealth Air Courier, Inc. (w/encs.)

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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 : Stealth Air Courier, Inc.
2. The mailing address of the corporation : 2066 N.W. 52nd Street, Boca Raton, FL 33496
3. Date of incorporation/qualification: Dec. 15, 2000 Document number: P00000114717
4. The name and address of the current registered agent and office:

C T Corporation System

1200 South Pine Island Road

Plantation, FL 33324

5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)

Steven E. Rosner

2296 N.W. 62nd Drive

Boca Raton, FL 33496

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)

10/02/01
(Date)

Steven E. Rosner, 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)

10/02/01
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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

FILED
01 DEC - 6 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA