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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA Change
[Signature]

9/24/08

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: AVIAREPS AIRLINE MANAGEMENT, INC.
(Name of Corporation)

DOCUMENT NUMBER: P01000053932

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael LaSala
(Name of Contact Person)

IncSmart.biz, Inc
(Firm/Company)

4421 Edward Ave.
(Address)

Las Vegas, NV 89108
(City/State and Zip Code)

For further information concerning this matter, please call:

Michael LaSala at (702) 334-0391
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a \$35.00 check made payable to the Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**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, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: AVIAREPS AIRLINE MANAGEMENT, INC
2. The principal office address: 6355 NW 36TH ST., STE 602 MIAMI FL 33166
3. The mailing address (if different): ONE PENN PLAZA, SUITE 1416 NEW YORK NY 10119
4. Date of incorporation/qualification: 05/31/2001 Document number: P01000053932
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

FRASER TEASDALE

6355 NW 36TH ST., STE 602 MIAMI FL 33166

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Eunice Gallets

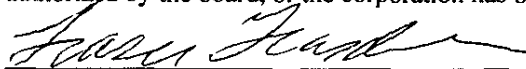
2825 SW 22ND AVE., STE 105

(P.O. Box NOT acceptable)

DELRAY BEACH, FL 33445

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, or the corporation has been notified in writing of the change.


(Signature of an officer or director)

FRASER TEASDALE, PRESIDENT
(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.


(Signature of Registered Agent)

09/17/2008

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E045 (8/05)

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