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TALLAHASSEE, FLORIDA

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R.A. change

## TRANSMITTAL LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Venturcap Financial Group of Florida, Inc.  
(Name of corporation)

**DOCUMENT NUMBER:** P01000106540

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:

Erin C. Joyce

(Name of person)

Gadsby Hannah LLP

(Name of firm/company)

225 Franklin Street

(Address)

Boston, MA 02110

(City/state and zip code)

For further information concerning this matter, please call:

Erin C. Joyce

(Name of person)

at (

617)

345-6904

(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  
409 E. Gaines Street  
Tallahassee, FL 32399

**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: Venturcap Financial Group of Florida, Inc.
2. The principal office address: 615 Reservoir Ave.  
Cranston, RI 02910
3. The mailing address (if different): same as above

4. Date of incorporation/qualification: November 5, 2001 Document number: P01000106540

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

CT Corporation System

1200 S. Pine Island Rd.

Plantation, FL 33324

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

Nelson C. Keshen c/o Nelson C. Keshen, P.A.

Two Datan Center, Suite 1511, 9130 South Dadeland Boulevard

(P.O. Box or personal mailbox NOT acceptable)

Miami, FL 33156

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.

Jeffrey M. Stoler  
(Signature of an officer, chairman or vice chairman of the board)

Jeffrey M. Stoler, Secretary  
(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.*

Jeffrey M. Stoler  
(Signature of Registered Agent)

October 22, 2001  
(Date)

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name)

\_\_\_\_\_  
(Capacity)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:  
DIVISION OF CORPORATIONS, P.O. Box 6327, TALLAHASSEE, FL 32314

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**TALLAHASSEE, FLORIDA**