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October 7, 2002

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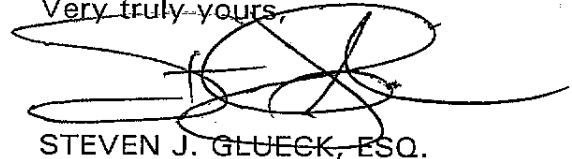
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Quality Merchandising, Inc.
Our File No. 01-1067

Dear Sir:

Enclosed please find for filing, the original Statement of Change of Registered Agent for the above-named corporation. In addition, a check in the sum of \$35.00 is enclosed which represents the filing fee.

Very truly yours,



STEVEN J. GLUECK, ESQ.

SJG/gs
Enclosures
011067.ltr

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 OCT -9 AM 8:47

R. A. Change
HFT
10-10-2002

STATEMENT OF CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE

OF

QUALITY MERCHANDISING, INC.

Pursuant to the provisions of Secs. 607.0502, 671.0502, 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:

The undersigned, being the President/Secretary of the above corporation hereby states:

1. **Name.** The name of this corporation is
QUALITY MERCHANDISING, INC.
2. **Mailing Address:** The mailing address of the corporation is:
20243 NE 15th Court, Miami, FL 33179
3. **Date of Incorporation/qualification:** 12/31/01
Document Number: P 01000124404
4. **Current Registered Agent.**

The name and address of the current registered agent is as follows:

RONALD GREISMAN
20243 NE 15th Court
Miami, FL 33179

5. **New Registered Agent.**

The name and address of the new registered agent is as follows:

DIMAS SUAREZ
3815 NE Miami Court
Miami, FL 33137

6. **Addresses.**

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

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SECRETARY OF STATE
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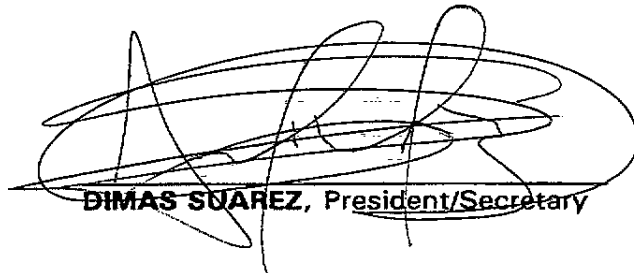
Statement of Change
QUALITY MERCHANDISING, INC.
Page 2

7. Authorization for Change

Such changes of its registered office and registered agent were authorized by resolution duly adopted by the Board of Directors.

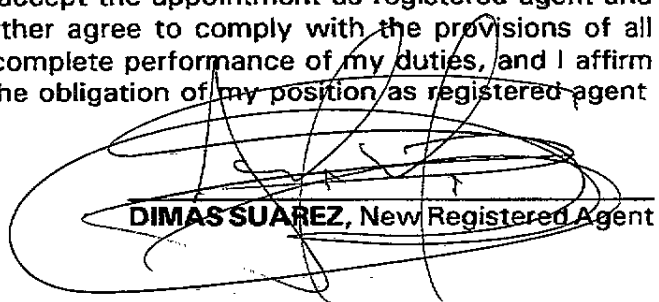
IN WITNESS WHEREOF, the undersigned as President and Secretary of the Corporation has executed this Statement of Change this 30th day of April, 2002.

Dated: April 30, 2002



DIMAS SUAREZ, President/Secretary

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 affirm that I am familiar with and accept the obligation of my position as registered agent



DIMAS SUAREZ, New Registered Agent

011065.RA