2005 FOR PROFIT CORPORATION REINSTATEMENT

DOCUMENT# P02000059973

Entity Name: BRIGHTCELL-USA, INC.

OFFICERS AND DIRECTORS:

FILED Apr 07, 2005 Secretary of State

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Current Principal Place of Business: New Principal Place of Business:

3038 NW 82 AVENUE - SUITE 109 3785 NW 82ND AVE., STE. 109 MIAMI, FL 33122

MIAMI, FL 33122

Current Mailing Address: New Mailing Address:

3785 NW 82ND AVE., STE. 109 3038 NW 82 AVENUE - SUITE 109

MIAMI, FL 33122 MIAMI, FL 33122

FEI Number: 01-0716023 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired (X)

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

ARCACCOUNTING & BUSINESS SOLUTIONS, INC. VALENTIN, PEDRO J 11767 S. DÍXIE HWY -- SUITE 288 3785 NW 82 AVE STE 109

MIAMI, FL 33166 MIAMI, FL 33156 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: PEDRO J VALENTIN 04/07/2005

Electronic Signature of Registered Agent Date

In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.

Election Campaign Financing Trust Fund Contribution ().

() Delete Title: Title: (X) Change () Addition

COLUMGA, FERNANDO COLUMGA, FERNANDO Name: Name: 3038 NW 82 AVE STE 109 Address: 3038 NW 82 AVENUE - SUITE 109 Address:

City-St-Zip: MIAMI, FL 33122 City-St-Zip: MIAMI, FL 33122

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutés. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: FERNANDO COLUNGA 04/07/2005 D