P03000064200

(Requestor's Name)

(Address)

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(Business Entity Name)

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C. Coulliette OCT 0 2 2003

CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 245941 6699A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 35.00

ORDER DATE : September 17, 2003

ORDER TIME : 8:45 AM

ORDER NO. : 245941-005

CUSTOMER NO: 6699A

CUSTOMER: Larry J. Behar, Esq
Larry J. Behar, P.a.
Suite 400
888 S.e. 3rd Avenue
Ft. Lauderdale, FL 33316-1159

CHANGE OF AGENT

NAME: AMERICAN LAND & SEA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_______ CERTIFIED COPY
XX_____ PLAIN STAMPED COPY

CONTACT PERSON: Mimi Replogle -- EXT#

EXAMINER: ____________________

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 : AMERICAN LAND & SEA, INC.

2. The mailing address of the corporation : 4000 Ponce de Leon Boulevard, Suite 470
Coral Gables, FL 33146

3. Date of incorporation/qualification: June 10, 2003 Document number: P03000064200

4. The name and address of the current registered agent and registered office:
Larry J. Behar
888 SE 3rd Ave., Suite 400
Ft. Lauderdale, FL 33316

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5. The name and address of the new registered agent (if changed) and /or registered office (if changed):
(P.O. Box NOT Acceptable)
Pedro ALBERNI
4649 Ponce de Leon Boulevard, Suite # 404
Coral Gables, FL 33146

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.

X [signature] 09/18/03
(Signature of an officer, chairman or vice chairman of the board) (Date)

HECTOR PIRIZ BECERRA
(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] 9/10/03
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:
PEDRO ALBERNI Registered Agent
(Typed or Printed Name) (Capacity)

* * * FILING FEE: $35.00 * * *