P04000027674

| (Requestor's Name) |
|-----------------------------------------|
| (Address) |
| (Address) |
| (City/State/Zip/Phone #) |
| PICK-UP WAIT MAIL |
| (Business Entity Name) |
| (Document Number) |
| Certified Copies Certificates of Status |
| Special Instructions to Filing Officer: |
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Office Use Only



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09/09/05--01028--017 **35.00

05 SEP -9 AM 10: 00 SECNETARY OF STATE TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section

Division of Corporations

SUBJECT: Bar-aille Technologies

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: Bar-aille Technologies, Inc. 2. The principal office address: 4308 El Mar Dr. # 6 |
| 3. The mailing address (if different): |
| 4. Date of incorporation/qualification: 2/4/2004 Document number: P 04 00002767 |
| 5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: |
| Stephen G. Pinto |
| 4326 Bougain villa Dr. #304 |
| Lauderdale By the Sea, FL 33308 |
| 6. The name and street address of the new registered agent (if changed) and /or registered office (if changed): Tohn B. McAdams 4308 El Mor Dr. #6 |
| Gauderdale By The Sea. FL 33308 |
| The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical. |
| 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. |
| authorized by the board, or the corporation has been notified in writing of the change. John B. McAdams, CEO (Signature of an other or director) (Signature of an other or director) |
| 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 by writing of this change. |
| Signature of Régistered Agent) Sept. 1, 2005 |
| If signing on behalf of an entity: |
| John B. McAdams (Typed or Printed Name) |
| *** FILING FEE: \$35.00 *** |
| MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE |