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A Professional Corporation

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*bar other than Maryland

September 30, 1998

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

600002654566--9
-10/02/98--01070--005
*****35.00 *****35.00

**Re: Statement of Change of Registered Agent for
RENAISSANCE TRAVEL SOLUTIONS, INC.**

Ladies/Gentlemen:

On behalf of our client, Renaissance Travel Solutions, Inc., enclosed is a completed statement of change along with our firm's check in the amount of \$35 representing the filing fee.

Please return your office's acknowledgment of filing to my attention at the above address.

Thank you for your assistance in this matter. If you have any questions, please contact me at (410) 230-7174.

Sincerely,

Melissa L. White
Melissa L. White
Paralegal

Enclosures

cc: Mr. Rick S. Singer (w/encl.)
Jerald J. Oppel, Esq. (w/encl.)

FILED
98 OCT -2 PM 5:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Change
10-6-98
CC

**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 Maryland 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 is: Renaissance Travel Solutions, Inc.

2. The mailing address of the corporation is: 10612 Beaver Dam Road
Hunt Valley, MD 21030

3. Date of incorporation/qualification: 2-12-90 Document number: P28080

4. The name and address of the current registered agent and office:

Stephanie A. Cummings
3140 Pine Cone #103
Kissimmee, FL 34741

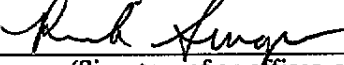
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

HIQ Corporate Services, Inc.
526 East Park Avenue, Suite 200
Tallahassee, FL 32301

FILED
98 OCT -2 PM 5:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

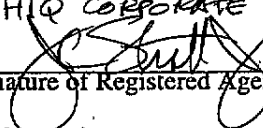
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

 9/7/98
(Signature of an officer, chairman or vice chairman of the board) (Date)

Rick Singer, President
(Printed or typed name and title) (Date)

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. HIQ CORPORATE SERVICES, INC.

 9/7/98
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:
Tim Strott President
(Typed or Printed Name) (Capacity)