

P93000014707

GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.
ATTORNEYS AT LAW

OUR FILE NUMBER: 17032.09000

WRITER'S DIRECT DIAL NUMBER: 305-376-6023

WRITER'S E-MAIL ADDRESS: abuttari@gunster.com

September 2, 1997

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

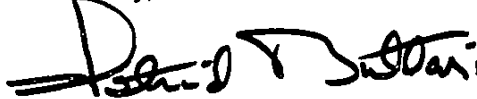
Re: SANGAS, INC. -

Dear Sir/Madam:

Enclosed, for filing, is a fully executed Statement of Change of Registered Agent and Registered Office for the above referenced Florida corporation. Also enclosed is our check in the amount of \$35.00 to cover your filing fees.

Please provide the undersigned with a Certificate of Registered Agent as filed in your office.

Sincerely,



Astrid Buttari
Corporate Legal Assistant

/ab
Enc.

RA Chg

VS SEP 11 1997

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**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.

- 1a. The name of the corporation is: SANGAS, INC.
- 1b. The mailing address of the corporation is : 2057 - 71st Street
Miami Beach, Florida 33141
- 1c. Date of incorporation: February 19, 1993 Document number: P93000014707

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

MARC POSTELNEK
407 LINCOLN ROAD, SUITE 10-B
MIAMI BEACH, FLORIDA 33139

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

VALDES-FAULI CORPORATE SERVICES, INC.
2 SOUTH BISCAYNE BOULEVARD, SUITE 3400
MIAMI, FLORIDA 33131

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.

Marcelo J. Machado de Barros
(Signature of an officer, chairman or
vice chairman of the board)

08-08-97
(Date)

Marcelo J. Machado de Barros, President

(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.

VALDES-FAULI CORPORATE SERVICES, INC.

By: [Signature]
(Signature of Registered Agent)

8/11/97
(Date)

If signing on behalf of an entity:

Mark J. Scheer
(Typed or Printed Name)

Vice President
(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314