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STOLZENBERG, GELLES & ZILBER, P.A.

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MIAMI, FLORIDA 33133
TELEPHONE (305) 445-5666
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December 1, 1998

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VIA U.S. MAIL

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Change of Registered Agent (Filing)

RE: Filing of Statement of Change of Registered Agent and Registered Office
of I.S.D. Sales and Services, Inc.

To Whom It May Concern:

Please find enclosed an original and one copy of the Statement of Change of Registered Agent and Registered Office of I.S.D. Sales and Service, Inc. (including the Designation and Acceptance of Registered Agent) and the Statement of Change of Officers and Directors of I.S.D. Sales and Service, Inc. Also enclosed is a check in the amount of \$70.00 for the filing fees for Statement of Change of Registered Agent and the Designation and acceptance by the Registered Agent as well as a check in the amount of \$35.00 for the filing fees for the Statement of Change of Officers and Directors.

Please file stamp the enclosed copies of the documents and return them to the undersigned in the enclosed self-addressed stamped envelope. If you have any questions, please contact the undersigned at the above-listed number.

Sincerely,

Stolzenberg, Gelles & Zilber, P.A.


Keith H. Stolzenberg

FILED
98 DEC -3 PM 6:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
edwards.delgado.sec.state.letl

NA change

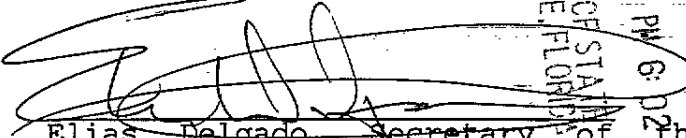
TLL DEC 9 1998

**STATEMENT OF CHANGE OF REGISTERED AGENT AND REGISTERED
OFFICE OF I.S.D. SALES AND SERVICE, INC.**

I, the undersigned Secretary of I.S.D. SALES AND SERVICE, INC. (the "Corporation"), file this Statement of Change of Registered Agent and Registered Office of the Corporation pursuant to Section 607.0502 of the Florida Statutes and hereby certify that:

1. The name of the Corporation is I.S.D. SALES AND SERVICE, INC.
2. The name of the current registered agent and the current registered office of the Corporation are, respectively, Roger Edwards, 10026 N.W. 56th Court, Coral Springs, Florida 33076.
3. Both the registered agent and the registered office of the Corporation have been changed, respectively, to: Elias Delgado, 525 N.E. 39th Street, Oakland Park, Florida 33334.
4. Elias Delgado has consented to his designation as registered agent of the Corporation as evidenced by the Acceptance of Designation as Registered Agent attached hereto as Exhibit "A."
5. As provided in the Acceptance of the Designation as Registered Agent, the street address of the new registered office of the Corporation is the same as the street address of the business office of the registered agent.
6. All actions described in this Statement of Change of Registered Agent and Registered Office of the Corporation have been authorized by resolution duly adopted by the Board of Directors of the Corporation.

DATED this 17 day of September 1998.


Elias Delgado, Secretary of the Corporation

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent to accept service of process for I.S.D. SALES AND SERVICE, INC., a Florida corporation, at the registered office of 525 N.E. 39th Street, Oakland Park, Florida 33334, I hereby accept the appointment to act as registered agent, agree to comply with the laws of Florida applicable thereto and certify that the street address of the registered office provided above is the same street address as my business office.

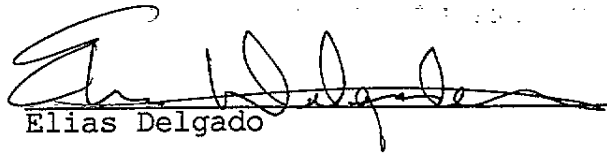

Elias Delgado

EXHIBIT "A"