

P94000073077

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

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Michelle Chaplick
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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P. A.



NCT Group, Inc.

Michael J. Palmieri, Esq.
Vice President, General Counsel & Secretary
Telephone 203-226-4447, ext. 3519
E-mail mpalmieri@nctgroupinc.com

September 12, 2005

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

Re: Pro Tech Communications, Inc. – Change of Registered Agent

Ladies & Gentlemen:

We are appointing a new registered agent for Pro Tech Communications, Inc., a stock corporation incorporated in the State of Florida. Accompanying this cover letter, please find a Statement of Change of Registered Agent for Corporations and a check in the amount of \$35.00 to cover the processing fee.

Please return all correspondence concerning this matter to the following:

Michael J. Palmieri, Esq.
NCT Group, Inc.
20 Ketchum Street
Westport, CT 06880

For further information concerning this matter, please call me at (203) 226-4447 Ext. 3519.

Very truly yours,

Michael J. Palmieri

cc: Cy Hammond

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH
FOR CORPORATIONS**

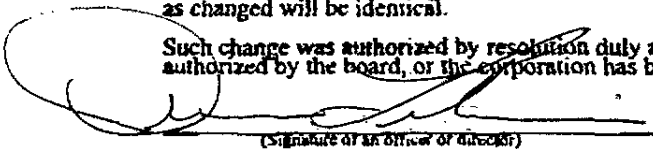
Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Pro Tech Communications, Inc.
2. The principal office address: Orange Blossom Mall, 4492 Okeechobee Road,
Fort Pierce, FL 34947
3. The mailing address (if different): Same
4. Date of incorporation/qualification: October 5, 1994 Document number: P94000073077
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:
Corporation Service Company
2711 Centerville Road
Wilmington, DE 19808
6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):
Richard Hennessey
Orange Blossom Mall, 4492 Okeechobee Road
(P.O. Box NOT acceptable)
Fort Pierce, FL 34947

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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, or the corporation has been notified in writing of the change.


(Signature of an officer or director)

Irene Lebovics, Chairman
(Printed or typed name and title)

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 in writing of this change.


(Signature of Registered Agent)

8/31/05
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314