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April 12, 2001

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

Re: FOODALICIOUS, INC., a Florida corporation

Dear Friends:

In regard to the above matter, please find enclosed Statement of Change of Registered Office or Registered Agent along with our Trust Account check payable to your order in the amount of \$35.00 for filing fee.

Please adjust your records accordingly.

Very truly yours,


Michael K. Feldman, Esq.

MKF:fw
Enclosures

MANNOFLA.LT.wpd

FILED
01 APR 20 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA change

T. LEWIS APR 26 2001

**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.

1. The name of the corporation is: FOODALICIOUS, INC.

2. The mailing address of the corporation is: 2055 N.E. 151st Street
North Miami, FL 33162

3. Date of incorporation/qualification: 05/03/1995 Document number: P95000034654

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

GRUBER, PETER C., P.A.

9100 South Deland Blvd., One Datan Center, Suite 910

Miami, FL 33156

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

CARON COLE

2055 N.E. 151st Street

Miami, FL 33162

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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.

+ [Signature] President

(Signature of an officer, chairman or vice chairman of the board)

04/17/2001

(Date)

CARON COLE 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.

CARON COLE

(Signature of Registered Agent)

04/17/2001

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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