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December 29, 1997

Via Federal Express

Florida Department of State
Division of Corporations
Amendment Section
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 DEC 30 AM 11:24

RE: Request for Filing of Statement of Change of Registered Office or Registered Agent or Both for Corporations
Total LifeStyle Care, Inc.

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-12/30/97--01073--007
*****35.00 *****35.00

Dear Sir or Madam:

Please file the enclosed original Statement of Change of Registered Office or Registered Agent or Both for Corporations ("Statement") of Total LifeStyle Care, Inc. Upon filing, kindly file-stamp and return the enclosed copy of the Statement to the undersigned at the address listed above. I have enclosed a check in the amount of thirty-five dollars (\$35.00), which covers the fees for filing the Statement.

Should you have any questions regarding the above or the attached, please contact me at (202) 408-7178. Thank you for your assistance with this matter.

Sincerely yours,

Tracy E. Weir

Tracy E. Weir
Paralegal

Enclosures

cc: William Porro (w/ enc.)
Christopher L. White, Esq. (w/ enc.)

RO Change
38 1/8/98

Florida Department of State, Sandra B. Mortham, Secretary of State

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: Total LifeStyle Care, Inc.

2. The mailing address of the corporation is: 3550 Biscayne Boulevard, Suite 507A
Miami, Florida 33137

3. Date of incorporation/qualification: March 18, 1997 Document number: P97000026834

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

William Porro
18804 N.W. 79th Way
Miami, Florida 33015

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

William Porro
3550 Biscayne Boulevard, Suite 510
Miami, Florida 33137

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

December 18, 1997
(Date)

William Porro, Secretary
(Printed or typed name and title)

December 18, 1997
(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.

(Signature of Registered Agent)

December 18, 1997
(Date)

If signing on behalf of an entity:

William Porro
(Typed or Printed Name)

Secretary
(Capacity)

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