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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: VINTON USA INC.

AUDIT NUMBER.....H98000014871

DOC TYPE.....REGISTERED AGENT CHANGE

CERT. OF STATUS...0

PAGES..... 2

CERT. COPIES.....1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

11. The name of the corporation is: Vinton USA, Inc.
12. The mailing address of the corporation is: 999 Ponce de Leon Boulevard, Suite 1015, Coral Gables, Florida 33134
13. Date of incorporation/qualification: 4/8/97
Document No.: F97000031695
14. The name and address of the current registered agent and office: Filings, Inc., 3732 N.W. 16 Street, Ft. Lauderdale, FL 33311.
15. The name and address of the new registered agent and office: GARCIA, PEREZ-SIAM & GRUENINGER, 265 Sevilla Avenue, Coral Gables, FL 33134.

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) (Date)

CARLOS RODRIGUEZ, 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.

(Signature of Registered Agent)
If signing on behalf of an entity:

8/11/98
(Date)

GARCIA PEREZ-SIAM & GRUENINGER PARTNER
(Typed or Printed Name) (Capacity)

CARLOS GARCIA, ESQ. FBNO. 4621000 (305) 447.6609
265 Sevilla Ave. Coral Gables, FL 33134

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