

P97000038255



REIMER & ROSENTHAL LLP

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****35.00 *****35.00

VS DEC 4 1998

PA Chg.

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: Caribbean Parking Systems, Inc.

2. The mailing address of the corporation is: 1550 N.E. Miami Gardens Drive,
Suite 204, North Miami Beach, Florida 33162

3. Date of incorporation/qualification: 4/29/97 Document number: 997000038255

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

Filings, Inc.

3732 N.W. 16th Street

Fort Lauderdale, Florida 33311

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

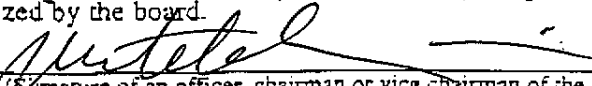
Alex P. Rosenthal

3801 Hollywood Boulevard, Suite 350

Hollywood, Florida 33021

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)

11/18/98
(Date)

Mitchell Liss, President

(Printed or typed name and title)

(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)

11-19-98
(Date)

If signing on behalf of an entity:

Alex Rosenthal

(Typed or Printed Name)

(Capacity)