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December 16, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Statement of Change of Registered Office and/or
Registered Agent of MLC International, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) Copy of the Change of Registered Office and/or Registered Agent for the referenced Corporation. Also please find a check in the amount of \$35.00 to cover the filing fee.

Kindly return the copy of this change document after you have stamped it in the enclosed self-addressed, stamped envelope.

Very truly yours,

Tammy Chiriani
Legal Assistant

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-12/22/97-01037-008
*****35.00 *****35.00

Enclosures

R.A. Charge
01-05-98
CC

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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**CHANGE OF REGISTERED OFFICE
AND/OR REGISTERED AGENT**

Name of Corporation:

MLC International, Inc.

Present registered office (before change):

3732 N.W. 16th Street
Fort Lauderdale, Florida 33311

New registered office:

505 Wekiva Springs Road, Suite 800
Longwood, Florida 32779

Present registered agent (before change):

Filings, Inc.

New registered agent:

Philip F. Keidaish, Jr.

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of the above corporation are identical.

I further certify that the above change of registered office and/or registered agent has been authorized by resolution duly adopted by the Board of Directors of MLC International, Inc.

Date: November 17, 1997.

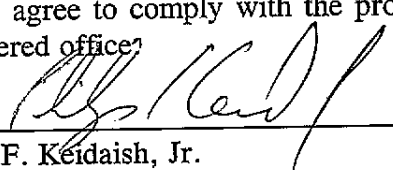
MLC International, Inc.

By: 

Peter H. Gore, Vice President

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated above, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.


Philip F. Keidaish, Jr.
Registered Agent

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