

P9 80000026809

January 01, 2001

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

UNLIMITED
PHARMACEUTICAL
COMPANY, INC.

Re: Unlimited Pharmaceutical Company, Inc.
Document Number: P 98000026809
Date of Incorporation: March 23, 1998

900003709089--2
-02/19/01--01029--002
*****35.00 *****35.00

Dear Sirs,

Enclosed, please find the following:

1. An original Resignation of Registered Agent with attached check for filing fee
2. An original Resignation of Officer with attached check for filing fee
3. An original Statement of Change of Registered Agent with attached check for filing fee
4. A copy of Minutes of Special Meeting of Directors

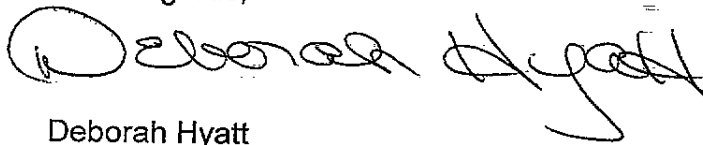
I do have the original Minutes of the Special Meeting of Directors and would like to file it, but I do not know what the filing fee amount would be for filing this.

If you could kindly fax me a copy of your list of filing fees or what the amount for filing this document would be, it would be much appreciated. Please fax to:

Fax Number: 561-234-6573

Thank you for your assistance in this matter.

Best Regards,



Deborah Hyatt



FILED
01 FEB 19 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4731 North A1A
Pelican Plaza - Suite 213
Vero Beach FL 32963

Phone: (561) 234 23 90

Fax: (561) 234 65 73

Mobile: (561) 564 16 17

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: Unlimited Pharmaceutical Company, Inc.
2. The mailing address of the corporation: 4731 North A1A, Suite 213, Vero Beach, Fl. 32963
3. Date of incorporation/qualification: 03-23-98 Document number: 798000026809
4. The name and address of the current registered agent and office:

Constance L. Maher
3536 Atlantic Blvd.
Vero Beach, Fl. 32960

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

Deborah E. Hyatt
138 43rd Avenue
Vero Beach, Fl.

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.

Matthias W. Engel
(Signature of an officer, chairman or vice chairman of the board)

12-5-00
(Date)

Matthias W. Engel, Chairman & 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.

Deborah E. Hyatt
(Signature of Registered Agent)

12-5-00
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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