

P9800003643

CARRERA & AMADOR, P.A.
ATTORNEYS AT LAW

CARMEN G. AMADOR
ATTORNEY AT LAW

JUAN M. CARRERA
ATTORNEY AT LAW

October 14, 2002

OCEAN BANK BLDG. SUITE 423
780 N.W. LEJEUNE ROAD
MIAMI, FLORIDA 33126-5536

TELEPHONE (305) 441-1544
FASCIMILE (305) 443-5426

Florida Department of State
Division of Corporations
PO BOX 6327
Tallahassee, Florida 32314

RE: Andes Group, Inc.
Subject: Statement of Change of Registered Office or Registered Agent or
both for Corporations

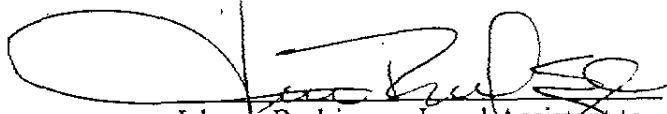
Dear Sirs:

Enclosed please find a Statement of Change of Registered Office or Registered Agent or Both for Corporations, in connection with the above-referenced corporation, together with a cashier's check in the sum of \$35.00 for your fees.

Sincerely,

CARRERA & AMADOR, P.A.

400008423994--2
-10/17/02--01047--005
*****35.00 *****35.00


Islene Rodriguez, Legal Assistant to
Juan M. Carrera, Esq.

Encl.

FILED
02 OCT 17 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. change

T BROWN OCT 18 2002

**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 : ANDES GROUP, INC.
2. The mailing address of the corporation : 7082 N.W. 50 Street, Miami, Florida 33166
3. Date of incorporation/qualification: APRIL 22, 1998 Document number: P98000036432
4. The name and address of the current registered agent and registered office:
Horacio Peiro
7082 N.W. 50 Street
Miami, Florida 33166
5. The name and address of the new registered agent (if changed) and /or registered office (if changed):
Hector Schafir
7082 N.W. 50 Street
Miami, Florida 33166

02 OCT 17 PM 3:43
FILED
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

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.

Hector Schafir 10/09/02
(Signature of an officer, chairman or vice chairman of the board) (Date)

Hector Schafir 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.

Hector Schafir 10/09/02
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

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