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August 27, 2001

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Florida Secretary of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: ATLANTIC FISH & SEAFOOD MARKET, INC.
Document No: P98000072150

Dear Sir/ Madam:

Enclosed for filing are the following, with their respective checks for the filing fees:

1. Amended 2001 UBR, with a check for \$61.25; and
2. Statement of Change of Registered Agent, with a check for \$35.00.

Please return to me a filed copy of the above documents. I have enclosed a stamped self-addressed envelope for your convenience.

Should you have any questions, please contact us.

Sincerely,
KATZ, BARRON, SQUITERO & FAUST
Esther S. Hellwig
Esther S. Hellwig, Paralegal

*gave authorize
to print name
& title on
form
9-7 ac*

ESH

Enclosures

cc: Ana C. Harris, Esq.
Todd W. Boyd, Esq.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

*for chg
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**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 : ATLANTIC FISH & SEAFOOD MARKET, INC.

2. The mailing address of the corporation : 2106 NE 123rd ST.
North Miami, FL 33181

3. Date of incorporation/qualification: 08/18/98 Document number: P98000072150

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

JUAN C. RIVERA

2106 NE 123rd Street

Miami, Florida 33181

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

CORPCO, INC.

2699 South Bayshore Drive, 7th Floor

Miami, Florida 33133

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.

Andy Diljohn
(Signature of an officer, chairman or vice chairman of the board)

8/27/01
(Date)

ANDY DILJOHN
(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]
(Signature of Registered Agent)

VICE PRES
CORPCO

8/27/01
(Date)

If signing on behalf of an entity:

CORPCO, INC
(Typed or Printed Name)

ANA C. Harris

V. President
(Capacity)

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