

LAW OFFICES  
**STEVEN M. ROSEN**

ADMITTED TO PRACTICE IN  
FLORIDA AND NEW YORK

5601 BUILDING  
5601 BISCAYNE BOULEVARD  
**MIAMI, FLORIDA 33137**  
TELEPHONE: (305) 758-3100  
FAX: (305) 756-7105

**P98000077427**

October 8, 1998

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600002661616--3  
-10/12/98--01085--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Change of Registered Office and Registered Agent of  
Oxford Credit Card Marketing, Inc.

Dear Sir or Madam:

This correspondence is being furnished to you in furtherance of my representation of the above corporation, and its request for a change of registered agent and notification as to change of registered office.

In that regard, you will please find enclosed herewith a duly executed Statement of Change as to Registered Office and Registered Agent, this together with my firm check payable to Florida Department of State in the sum of \$35.00, this as the required filing fee. I am additionally enclosing a stamped and addressed envelope, with the request that confirmation of the foregoing action be provided to me.

Very truly yours,

  
STEVEN M. ROSEN

SMR:mm  
encl.  
cc: Client  
m\cp\cot\sta.lt8

FILED  
98 NOV -9 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R. A. Charge  
LFT 11-10-98

~~\* 789,524,671\*~~



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 14, 1998

Steven M. Rosen, Esquire  
5601 Building  
5601 Biscayne Blvd.  
Miami, FL 33137

SUBJECT: OXFORD CREDIT CARD MARKETING, INC.  
Ref. Number: P98000077427

We have received your document for OXFORD CREDIT CARD MARKETING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Per our conversation of October 13, 1998, please complete and the return the attached form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 998A00051008

LAW OFFICES  
**STEVEN M. ROSEN**

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FLORIDA AND NEW YORK

5601 BUILDING  
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MIAMI, FLORIDA 33137  
TELEPHONE: (305) 758-3100  
FAX: (305) 756-7105

November 4, 1998

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Attn: Louise Flemming-Jackson  
Corporate Specialist Supervisor

Re: Subject: Oxford Credit Card Marketing, Inc.  
Reference Number: P98000077427

Dear Ms. Jackson:

I am attaching your letter of October 14, 1998, as well as the corrected Statement of Change. I trust that the clarifications set forth in this document are sufficient for filing purposes.

Very truly yours,

STEVEN M. ROSEN

SMR:mm  
encl.  
cc: Client  
m\cp\cot\sta.lt2

**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.*

1a. The name of the corporation is: OXFORD CREDIT CARD MARKETING, INC.

1b. The mailing address of the corporation <sup>EXISTING</sup> ~~is~~ <sup>AND ITS REGISTERED AGENT ARE:</sup> ALAN J. CONNER, 3312 OAK DRIVE, HOLLYWOOD, FLORIDA 33021 - THESE ARE CHANGED, AS BELOW

1c. Date of incorporation: 09-01-98 Document number: P 98000077427

2. The name and address of the current registered agent and office: IS:  
6538 COLLINS AVENUE - SUITE #258

MIAMI BEACH, FLORIDA 33141

3. The name and address of the new registered agent and office: ~~P.O. Box Not Acceptable~~  
STEVEN M. ROSEN, ESQ.

5601 BISCAYNE BOULEVARD

MIAMI, FLORIDA 33137

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.

X [Signature]  
(Signature of an officer, chairman or  
vice chairman of the board)

10/07/98  
(Date)

ALAN J. CONNER, PRES.

(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)

10-07-98  
(Date)

If signing on behalf of an entity:

STEVEN M. ROSEN

(Typed or Printed Name)

(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314