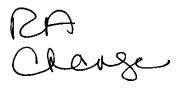
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SECRETARY OF STATE NO DIVISION OF CORPORATIONS

10/10/06

COVER LETTER

| TO: | Amendment Section Division of Corporations |
|---------|---|
| SUBJE | CCT: Capitol Investments USA, Inc. (Name of Corporation) |
| | (Came of Corporation) |
| DOCU | MENT NUMBER: P98000086704 |
| The en | closed Statement of Change of Registered Office/Agent and fee are submitted for filing. |
| Please | return all correspondence concerning this matter to the following: |
| | |
| | Marc R. Levinson, Esq. |
| | (Name of Contact Person) |
| | |
| | Shook, Hardy & Bacon LLP |
| | (Firm/Company) |
| | |
| | 201 South Biscayne Blvd., Suite 2400 (Address) |
| | (Addicas) |
| | Miami, Florida 33131-4332 |
| | (City/State and Zip Code) |
| For fur | ther information concerning this matter, please call: |
| | and and the state of the state |
| Marc F | R. Levinson, Esq. at (305) 358-5171 |
| | (Name of Contact Person) (Area Code & Daytime Telephone Number) |
| Enclos | ed is a \$35.00 check made payable to the Department of State. |
| | Mailing Address: Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 Street Address: Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle |

Tallahassee, FL 32301

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, this statement of change is submitted for a corporation organized under the laws of the State of Florida |
|---|
| in order to change its registered office or registered agent, or both, in the State of Florida. |
| 1. The name of the corporation: Capitol Investments USA, Inc. |
| 2. The principal office address: 400 Arthur Godfrey Road, Suite 506, Miami Beach, Florida 33140 |
| 3. The mailing address (if different): 6538 Collins Avenue, Suite 235, Miami Beach, Florida 33141 |
| 4. Date of incorporation/qualification: 10/08/98 Document number: P98000086704 |
| 5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: |
| Craig M. Dorne, P.A. |
| 407 Lincoln Road, Penthouse SE |
| Miami Beach, Florida 33139 |
| 6. The name and street address of the new registered agent (if changed) and /or registered office (if changed): |
| Marc R. Levinson, Esq. |
| 201 South Biscayne Blvd., Suite 2400 |
| (P.O. Box NOT acceptable) Miami, Florida 33131-4332 |
| |
| 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 floard, or the corporation has been notified in writing of the change. |
| Nevin K. Shapiro, Vice President (Printed or typed name and title) |
| 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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change. |
| (Signature of Registered Agent) (Date) |
| If signing on behalf of an entity: |
| Marc R. Levinson, Esq. (Typed or Printed Name) |

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314 CR2E045 (8/05)

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