

JENNIFER MAE HOBERMAN

ATTORNEY AT LAW

3530 MYSTIC POINTE DRIVE

SUITE 1211

MIAMI, FLORIDA 33130

TELEPHONE (305) 935-0360

December 2, 1999

P98000103385

State of Florida
Division of Corporations
Amendment Section
409 E. Gaines Street
Tallahassee, FL 32399

900003062399--6
-12/06/99--01131--030
140.00 **35.00

Bounty International, Inc. - Document #P94000057113
Cranchi America, Inc. f/k/a Bounty International
Distributors, Inc. - Document #P96000064042 (0)
Vitech USA, Inc. - Document #P98000103385-1/1
Bounty Design Group By Richard Hornbacher Co. - Document
#P99000005768

FILED
9 DEC -6 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear State of Florida Division of Corporations Amendments Section
Representative:

Please find enclosed a check in amount of \$140.00
representing the filing fee for Statement of Change of Registered
Office or Registered Agent or Both for Corporations for the above
listed corporations which forms are enclosed for filing.

I would appreciate if you would confirm receipt and change
of Registered Agent to my mailing address listed above.

Please call me if you have any questions or problems with
this request. Thank you for your attention to this matter.

Sincerely,



Jennifer Hoberman

Enclosures

288 79800103385-1
12-6-99

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 is: Vitech USA, Inc.
2. The mailing address of the corporation is: 1535 S.E. 17th Street, Suite 119
Ft. Lauderdale, FL 33316
3. Date of incorporation/qualification: 12/10/98 Document number: P98000103385
4. The name and address of the current registered agent and office:

Jennifer Mae Hoberman
3530 Mystic Pointe Drive, Suite 2211
Miami, Florida 33180

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
Ann Egan
163 Nurmi Drive
Ft. Lauderdale, Florida 33301

99 DEC -6 PM 1:27
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED

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.

Bill Vannoy Director
(Signature of an officer, chairman or vice chairman of the board)

11/30/99
(Date)

(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 of Registered Agent)

(Date)

12-01-99

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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