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LUIS M. PADRON * ** **
ADELMIS BOHIGAS

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* BOARD CERTIFIED IN MARITAL
AND FAMILY LAW

** CERTIFIED FAMILY MEDIATOR

++ ADMITTED IN WASHINGTON, D.C.

April 20, 1999

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

600002849366--0
-05/21/99--01098--013
*****10.00 *****5.00

RE: Eagle Production and Entertainment Group of Miami, Inc.

Date of Incorporation: March 2, 1999

Document Number: P990000197716

600002849366--0
-04/23/99--01073--001
*****60.00 *****30.00

Dear Sir/Madam:

Enclosed please find the following forms to be filed with your office:

1. Officer/Director Resignation; and
2. Statement of Change of Registered Office or Registered Agent or Both for Corporations.

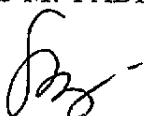
I have also enclosed herewith a check for the sum of \$60.00 made payable to the Division of Corporations to cover the filing fee of \$35.00 per form.

Lastly, please be advised that the new registered agent, MARIA FERNANDA PULDON, has also been appointed as the President, Vice President, Secretary and Treasurer of the above referenced corporation. Please make the proper revisions to your records.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,

LUIS M. PADRON & ASSOCIATES, P.A.


Adelmis Bohigas
For the Firm
Encls.

P99 0000197716
3P6
01/15/99
5-21-99

FILED
99 MAY 21 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 30, 1999

LUIS M. PADRON & ASSOCIATES
% ADELMIS BOHIGAS
28 WEST FLAGLER ST., #600
MIAMI, FL 33130

SUBJECT: EAGLE PRODUCTION AND ENTERTAINMENT GROUP OF MIAMI,
INC,
Ref. Number: P99000019716

We have received your document for EAGLE PRODUCTION AND ENTERTAINMENT GROUP OF MIAMI, INC, and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

To change the registered agent or registered office, or both, the enclosed form should be completed and returned to this office with a filing fee of \$35.

To file a resignation as an officer or director with this office, the enclosed form should be completed and returned with a filing fee of \$35 per person resigning.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 799A00023347

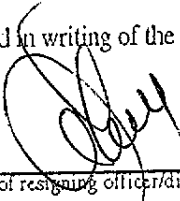
OFFICER / DIRECTOR RESIGNATION

I, ABELARDO SOCARRAS, hereby resign as President and Secretary
(Title)

of EAGLE PRODUCTION AND ENTERTAINMENT GROUP OF MIAMI, INC.
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA

and affirm that the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

FILED
99 MAY 21 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00