

P99000021651

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DIVISION OF CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FL 32399

G. Cordell JAN 28 2004



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 405448 4726922

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 35.00

ORDER DATE : January 22, 2004

ORDER TIME : 9:57 AM

ORDER NO. : 405448-010

CUSTOMER NO: 4726922

CUSTOMER: Ms Evelina Fowler
Microsoft Corporation Legal
Bldg. 8
One Microsoft Way
Redmond, WA 98052-6399

CHANGE OF AGENT

NAME: YUPI ACQUISITION CORP.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Carla E. Lohi -- EXT# 2932

EXAMINER: _____

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: YUPI ACQUISITIONS CORP.
2. The principal office address: 1688 Meridian Avenue, 10th Floor, Miami, FL 33139
3. The mailing address (if different): _____
4. Date of incorporation/qualification: March 9, 1999 Document number: P99000021651
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Maria E. Prio

1688 Meridian Avenue, 10th Floor

Miami Beach, FL 33139

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Corporation Service Company

1201 Hays Street

(P.O. Box or personal mailbox NOT acceptable)

Tallahassee, FL 32301

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, or the corporation has been notified in writing of the change.


(Signature of an officer or director)

Kevin J. Fay, 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.

Corporation Service Company

By: Elva M. Shipkowski

(Signature of Registered Agent)

1/27/2004
(Date)

If signing on behalf of an entity:

Elva M. Shipkowski

(Typed or Printed Name)

Assistant Vice President

(Capacity)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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