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FRIEDMAN, ROSENWASSER & GOLDBAUM

A PROFESSIONAL ASSOCIATION  
ATTORNEYS AND COUNSELORS AT LAW  
THE PLAZA • SUITE 801  
5355 TOWN CENTER ROAD  
BOCA RATON, FLORIDA 33486

TELEPHONE (561) 395-5511

TELEFAX (561) 368-9274

November 11, 1999

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

400003044524--7

-11/15/99--01122--002

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Statement of Change of Registered Agent and Office-Investment Professionals  
Education and Information Association, Inc.  
Our File: 5532.1000

Dear Sir or Madam:

I enclose an original and a duplicate of the Statement of Change of Registered Office/Registered Agent form regarding the above-referenced corporation.

The original is to be filed in your office and the copy certified and returned to this office in the self-addressed stamped envelope provided herein. Also, enclosed is a check in the amount of \$35.00 representing the filing fees.

If you have any questions, please do not hesitate to contact our office.

Very truly yours,

*Helen Ratner*  
Helen Ratner,  
Legal Assistant

*ROA Change*  
*11-22-99*  
*PRS*

cc: Vito Bellezza  
Ronald N. Rosenwasser  
Enc.

FILED  
99 NOV 15 AM 9:32  
TALLAHASSEE, FLORIDA  
DIVISION OF STATE

5408\Agt-StatementChangeRegisteredAgent-Office  
100199 15:00

**STATEMENT OF CHANGE OF REGISTERED OFFICE**  
**OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of Sections 607.0501 and 607.0502, 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: Investment Professionals Education and Information Association, Inc.

2. The address, including street and number, of its present registered office as shown in the records of the Department of State of the State of Florida prior to filing this statement is: 4400 N. Federal Highway, Suite 210, Boca Raton, FL 33431

3. The address, including street and number, to which its registered office is to be changed is: 4400 N. Federal Highway, Suite 44, Boca Raton, FL 33431

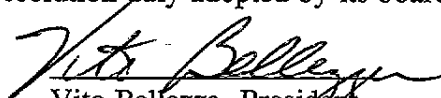
4. The name of its present registered agent, as shown in the records of the Department of State of the State of Florida, prior to the filing of this statement is: Richard DuPuis

5. The name of the new registered agent is: Vito Bellezza

The new agent's written consent is set forth below.

6. The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

7. Such change was authorized by resolution duly adopted by its board of directors.

  
Vito Bellezza, President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

Dated: 11/5/99

  
Vito Bellezza, New Registered Agent