

853737



FILED
99 JUL 16 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 306529 4385483
AUTHORIZATION :
COST LIMIT : \$ 35,000

Patricia Pizut

ORDER DATE : July 14, 1999
ORDER TIME : 11:45 AM
ORDER NO. : 306529-080
CUSTOMER NO: 4385483

700002933767--5

CUSTOMER: Mr. Kevin Gary, Jr.
Foothill Capital Corporation
11111 Santa Monica Boulevard
Suite 1500
Los Angeles, CA 90025

CHANGE OF AGENT

NAME: FOOTHILL CAPITAL CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Sara Lea

RECEIVED
99 JUL 16 PM 12:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

G. COULLETTE JUL 16 1999

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 California 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: FOOTHILL CAPITAL CORPORATION

2. The mailing address of the corporation is: 1111 Santa Monica Blvd., Ste. 1500
Los Angeles, CA 90025

3. Date of incorporation/qualification: August 12, 1982 Document number: 853737

4. The name and address of the current registered agent and office:
CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

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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.

Kevin Gary
(Signature of an officer, chairman or vice chairman of the board)

7/7/99
(Date)

KEVIN GARY, Vice President
(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.

By: Laura R. Dunlap 7/16/99
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:
LAURA R. DUNLAP Assistant Vice President
(Typed or Printed Name) (Capacity)

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