



6455 East Johns Crossing, Suite 285, Duluth, GA 30097
Phone (678) 775-2244 Fax (678) 775-2254

May 30, 2001

F00000001916

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

600004338316--9
-05/01/01--01084--003
*****35.00 *****35.00

RE: USA Quick Phone, Inc.
Change of Registered Agent/Registered Office

To Whom It May Concern:

Enclosed please find the following:

- 1) Two copies of the appropriate Statement of Change of Registered Office or Registered Agent.
- 2) A check in the amount of \$35.00 in payment of Change of Agent Fees.
- 3) A postage-paid return envelope for use in returning a date stamped copy of the change application.

Please return a date stamped copy of the attached form to the address above.

Should you have any questions or need further information, please do not hesitate to call me directly. Thank you in advance for your assistance and cooperation.

Respectfully submitted,

Stephanie Judy
Account Coordinator

FILED
01 JUN -1 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA Change

T. L. JONES JUN 8 2001

**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 Texas 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: USA Quick Phone, Inc.

2. The mailing address of the corporation is: _____
1703 16th St, Bridgeport, TX 76426

3. Date of incorporation/qualification: 4/6/00 Document number: F00000001916

4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Rd

Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

TCS Corporate Services, Inc.

1406 Hays Street, Suite #2

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.

Randell Brooks
(Signature of an officer, chairman or vice chairman of the board)

May 15, 2001
(Date)

Randell Brooks, 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.

Chris Stockhoff
(Signature of Registered Agent)

5/30/01
(Date)

If signing on behalf of an entity:

Chris Stockhoff, Secretary

(Typed or Printed Name)

(Capacity)

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