



CHARLES BACLET
AND
ASSOCIATES, INC.

F0000005818

RAJ

CBA is an affiliate of National Registered Agents, Inc.

VIA U.S. MAIL

June 7, 2001

300004397683-3
06/11/01-07/13/020
*****35.00 *****35.00

Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee FL 32314

RE: VELOCITEL MANAGEMENT SERVICES, INC.

Dear Sir/Madam:

Enclosed for filing, please find the appropriate document required by your state for changing the registered agent to National Registered Agents, Inc. Also, please find a check in the amount of \$35.00 to cover your filing fees.

Please process as soon as possible and return a filed stamped copy in the enclosed self-addressed stamped envelope.

If you have any questions or if I can help you in any way possible, please call.

Very truly yours,

CHARLES BACLET AND ASSOCIATES, INC.

Jeff Sparks
Jeff Sparks

FILED
01 JUN 11 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

RA. Chang

T BROWN JUN 19 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 Delaware 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: VelociTel Management Services, Inc.

2. The mailing address of the corporation is: 18071 Fitch Avenue, Suite 200, Irvine, CA 92614

3. Date of incorporation/qualification: October 17, 2000 Document number: F00000005818

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

National Corporate Research, Ltd., Inc.

1406 Hays Street, Suite #2

Tallahassee, FI 32301

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

NRAI Services, Inc.

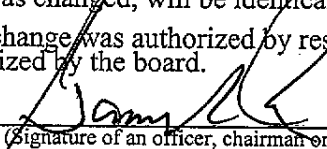
526 East Park Avenue

Tallahassee, FL 32301

FILED
01 JUN 11 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

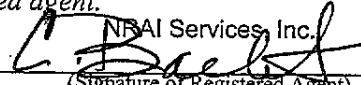
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


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

June 6, 2001
(Date)

Gary Peck, Secretary
(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.


(Signature of Registered Agent)

June 6, 2001
(Date)

If signing on behalf of an entity:

Charles Baclet
(Typed or Printed Name)

Vice President
(Capacity)

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