

# F03000003971

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H04000072505 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0380

From:

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 222-9428

FILED  
04 APR -6 PM 1:03  
DIVISION OF STATE  
CORPORATIONS, FLORIDA

**REGISTERED AGENT CHANGE**

**GLENCOE GROUP SERVICES INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

Electronic Filing Menu

Corporate Filing

Public Access Help

R/A Chg  
JPM  
4/6/04

# 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 Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Glencoe Group Services Inc.
2. The principal office address: 5080 Spectrum Drive, Suite 900 East  
Addison TX 75001
3. The mailing address (if different): \_\_\_\_\_
4. Date of incorporation/qualification: 8-11-03 Document number: F03000003971

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Corporation Service Company

1201 Hays Street

Tallahassee FL 32301-2525

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

C T Corporation System

c/o C T Corporation System

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

1200 South Pine Island Road, Plantation, Florida 33324

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.

Maria Ozaeta, Secretary

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

(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.*

C T Corporation System

By: [Signature]

(Signature of Registered Agent)

4-5-04

(Date)

If signing on behalf of an entity:

Mark Holloway

(Typed or Printed Name)

Asst. Secretary

(Capacity)

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

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

04 APR -6 PM 1:03  
FILED  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

STATE OF TEXAS     )  
COUNTY OF DALLAS )

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT, Tracy H. Bowden, the Secretary and General Counsel of Stonington Insurance Company ("the Corporation"), a corporation incorporated under the laws of Texas, and of the subsidiary entities shown on the list appended hereto does hereby appoint Mark Holloway and Maria Ozaeta as attorney-in-fact for the Corporation and for the subsidiary entities to act for the Corporation and for the subsidiary entities and in the name of the Corporation and of the subsidiary entities for the limited purposes authorized herein.

The Corporation and the subsidiary entities, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any state.

In the execution of any documents necessary for the purposes set forth herein, Mark Holloway shall exercise the power of Vice President and Maria Ozaeta shall exercise the power of Secretary.

This Power of Attorney expires when revoked by Tracy H. Bowden or Nancy K. Self.

1st IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this day of December, 2003.

Stonington Insurance Company

Tracy H. Bowden

Tracy H. Bowden  
Secretary and General Counsel

Subscribed and sworn to before me this 1 day of December, 2003

Nancy K. Self  
Notary Public

APR-05-2004 21:11

NO. 0702 P. 07/07

# Appendix

Glencoe Group Services Inc.  
Wyndham Partners Consulting Limited  
Glencoe U.S. Holdings Inc.