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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 973574 167868A

AUTHORIZATION

COST LIMIT \$35.00

*[Handwritten signature]*

ORDER DATE : April 10, 2006

ORDER TIME : 11:22 AM

ORDER NO. : 973574-030

CUSTOMER NO: 167868A

CHANGE OF AGENT

NAME: WESTERN FINANCIAL ASSOCIATE  
SOLUTIONS INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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 PLAIN STAMPED COPY

CONTACT PERSON: Troy Todd

EXAMINER'S INITIALS: \_\_\_\_\_

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

1. The name of the corporation: WESTERN FINANCIAL ASSOCIATE SOLUTIONS INC.  
2. The principal office address: 23 Pasteur Rd., Irvine, CA 92618  
3. The mailing address (if different): \_\_\_\_\_

4. Date of incorporation/qualification: 01/27/2004 Document number: F0400000539

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

C T Corporation System  
1200 S. Pine Island Road  
Plantation, FL 33324

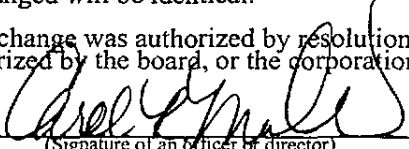
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6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Corporation Service Company  
1201 Hays Street  
(P.O. Box NOT acceptable)  
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, or the corporation has been notified in writing of the change.

  
(Signature of an officer or director)

Carol R. Mullis, Vice President  
(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.*

Corporation Service Company  
By:   
(Signature of Registered Agent)

April 4, 2006  
(Date)

If signing on behalf of an entity:  
Michelle R. Vannoy, Asst. Vice President  
(Typed or Printed Name)

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