

F04000003015

(Requestor's Name)

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PICK-UP WAIT MAIL

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DIVISION OF CORPORATIONS
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DL

US CorpWorks Inc.

1638 Pennsylvania Street
Denver, CO 80203
Michael Mirrione

Date: May 16, 2006

Ref: Tranzsubco I Corp.

Please file the attached Change of Agent

THANK YOU!!

Routine Expedite

Special Instructions

Return Via:

Fax: 303.393.8900
or E-Mail: mmirrione@uscorpworks.com

Federal Express #2163-4679-3 Priority Standard 2-Day

Mail

To Me To My Client:

US CorpWorks Inc.
1638 Pennsylvania Street
Denver, CO 80203
Attn: Mike Mirrione

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Tranzsubco I Corp.
(Name of Corporation)

DOCUMENT NUMBER: F04000003015

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael Mirrione
(Name of Contact Person)

US CorpWorks Inc.
(Firm/Company)

1638 Pennsylvania Street
(Address)

Denver, CO 80203
(City/State and Zip Code)

For further information concerning this matter, please call:

Michael Mirrione at (303) 393.8800
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a \$35.00 check made payable to the Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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: Tranzsubco I Corp.
2. The principal office address: 2200 Fletcher Ave, 4th Fl, Fort Lee, NJ 07024
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 05/25/2004 Document number: F04000003015
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

TCS Corporate Services, Inc.

515 E. Park Ave.

Tallahassee, FL 32301

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

NRAI Services, Inc.

2731 Executive Park Drive, Suite 4

(P.O. Box NOT acceptable)

Weston, FL 33331

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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, or the corporation has been notified in writing of the change.

David Byron
(Signature of an officer or director)

David Byron, 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.

[Signature]
(Signature of Registered Agent)

4/30/06
(Date)

If signing on behalf of an entity:

Michael Mirrione, Assistant Secretary
(Typed or Printed Name)

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

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