



F-94000003044

ACCOUNT NO. : 072100000032
REFERENCE : 600305 7338344
AUTHORIZATION : Patricia Pizzut
COST LIMIT : \$ 35.000

FILED
02 MAY 31 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 29, 2002

ORDER TIME : 10:54 AM

ORDER NO. : 600305-340

CUSTOMER NO: 7338344

CUSTOMER: Timothy Hayes, Vice President
American General Finance
601 Northwest Second Street
Evansville, IN 47708

RECEIVED
02 MAY 31 PM 3:01
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

CHANGE OF AGENT

NAME: AMERICAN GENERAL FINANCE, INC.

100005663201--0

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Mimi Stephens

i G. Coulllette MAY 31 2002

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 : AMERICAN GENERAL FINANCE, INC.

2. The mailing address of the corporation : 601 NW SECOND ST.
EVANSVILLE, IN 47708

3. Date of incorporation/qualification: June 10, 1994 Document number: F9400003324

4. The name and address of the current registered agent and office:
CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)
Corporation Service Company
1201 Hays Street
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.

Laura R. Dunlap (Signature of an officer, chairman or vice chairman of the board) 5/30/02 (Date)

LAURA R. DUNLAP, Attorney in Fact
(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.

Deborah D. Skipper (Signature of Registered Agent) 5/31/02 (Date)
Corporation Service Company

If signing on behalf of an entity:
Deborah D. Skipper
(Typed or Printed Name) Asst. V. Pres. (Capacity)

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