



595000001387

ACCOUNT NO. : 072100000032
REFERENCE : 870513 7220721
AUTHORIZATION : Patricia Pignatelli
COST LIMIT : \$ 35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT 27 PM 4:35

FILED

ORDER DATE : October 20, 2000
ORDER TIME : 1:12 PM
ORDER NO. : 870513-210
CUSTOMER NO: 7220721
CUSTOMER: Ms. Tina House
Sabre, Inc.
4255 Amon Carter Blvd.
Fort Worth, TX 76155

RA
Change

400003442854--6

CHANGE OF AGENT

NAME: THE SABRE GROUP, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Sara Lea

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 OCT 27 PM 3:55

RECEIVED

10/30/00
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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: THE SABRE GROUP, INC.
- 2. The mailing address of the corporation is: 4255 AMON CARTER BOULEVARD
FORT WORTH, TX 76155
- 3. Date of incorporation/qualification: March 22, 1995 Document number: F95000001387

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

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

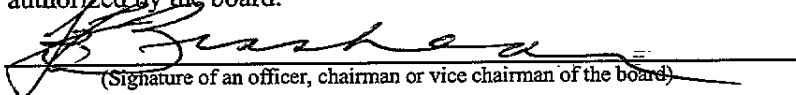
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

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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)

OCT 12 2000
(Date)

JAMES F. BRASHEAR, 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.

By: Deborah D. Skipper 10-19-00
(Signature of Registered Agent) (Date)

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

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