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Writer's Direct Dial:

(412) 594-5582

FILED
99 FEB -1 PM 4: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 22, 1999

Florida Secretary of State
Corporation Bureau
409 East Gaines Street
Tallahassee, FL 32301

200002760892--4
-02/01/99--01136--010
*****35.00 *****35.00

Re: General American Corporation South, Inc.

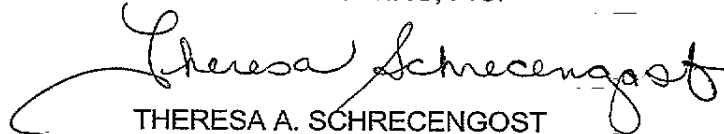
Dear Sir or Madam:

Please file the enclosed Statement of Change of Registered Office and Agent (in duplicate) on behalf of General American Corporation South, Inc. and send us the proper acknowledgement in the enclosed, stamped, self-addressed envelope. We enclose a check for \$35 to cover your fees.

If you have any questions, please call.

Very truly yours,

TUCKER ARENSBERG, P.C.



THERESA A. SCHRECENGOST
Legal Assistant

/tas
Enclosure
Be105563.1
cc: Richard Snedden, Pres.
William T. Harvey, Esq.
CT Corporation System

RA Chg.

VS FEB 9 1999

Florida Department of State, Sandra B. Mortham, Secretary of State

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 FLORIDA 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: GENERAL AMERICAN CORPORATION SOUTH, INC.

2. The mailing address of the corporation is: 700 Fifth Avenue, Pittsburgh, PA 15219

3. Date of incorporation/qualification: 10/27/94 Document number:

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

CT Corporation System Debra Faucher
1200 South Pine Island Road 2296 Tenth Ave., Ste. 501
Plantation, FL 33324 Lake Worth, FL 33461

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

Debbie Faucher
1502 White Pine Drive
Wellington, FL 33414

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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

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

11/10/98
(Date)

Richard Snedden, President
(Printed or typed name and title)

11/10/98
(Date)

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.

(Signature of Registered Agent)

11/10/98
(Date)

If signing on behalf of an entity:

Debbie Faucher
(Typed or Printed Name)

Reg. AGENT
(Capacity)