

F96000001827

CHARLES COYLE & COMPANY, INC.

826 Shadybrook Drive

Suite B

Marietta, GA 30066-6216

Phone: (800) 211-8645 Fax (800) 211-8647

3-4-97

FL :

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-03/07/97--01018--008

*****70.00 *****35.00

PLEASE FILE THE ATTACHED CHANGE OF AGENT PAPERS

AND RETURN THE STAMPED COPY.

IF THERE ARE ANY PROBLEMS PLEASE CALL 1-800-211-8645

J. COYLE

FILED
91 MAR - 7 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CCT 2-7

Florida Department of State, Jim Smith, 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
Delaware submits the following statement in order to change its registered office
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____
Axces, Inc. - qualified as - Axces of Delaware, Inc.

1b. Date of incorporation: 12-27-93 Document number F96000001827
Date of qualification: 4-11-96

2. The name and address of the current registered agent and office:
The Prentice-Hall Corporation System, Inc.

1201 Hays Street, Suite 105, Tallahassee, FL 32301

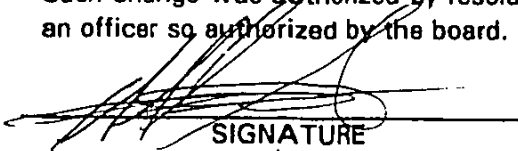
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

NRAI Services, Inc.

526 East Park Avenue, Tallahassee, Florida 32301

The street address of its registered agent 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.

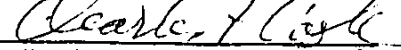

SIGNATURE
2/27/97
DATE

Michael Avignon - CEO, Chairman & Treasurer

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, 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 COM-
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

NRAI Services, Inc.

SIGNATURE By: 
Charles A. Coyle (Registered Agent) Asst. Secy.
DATE 3-4-97