

853321

PREMIER CORPORATE SERVICES, INC.
 208 South LaSalle, Suite 1855
 Chicago, IL 60604
 Telephone: (312) 346-3606
 Fax: (312) 346-3607

DOCUMENT FILING TRANSMITTAL FORM

To: Florida Secretary of State- Corporations Division
From: Tony Alexander
Date: March 26, 1999
Job Number: AA-98-0137-SS
Corporate Name: IFC Holdings, Inc.

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 -03/29/99--01088--001
 *****35.00 *****35.00

Attached for filing please find the following:

<input type="checkbox"/>	Articles of Incorporation	<input type="checkbox"/>	Merger Document(s)
<input type="checkbox"/>	Application for Qualification	<input checked="" type="checkbox"/>	Change of Agent
<input type="checkbox"/>	Good Standing Attached	<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Good Standing to Follow	<input type="checkbox"/>	UCC
<input type="checkbox"/>	Amendment to Incorporation/Qualification	<input type="checkbox"/>	
<input checked="" type="checkbox"/>	Check Enclosed	Check Number	Amount \$35.00
<input type="checkbox"/>	Other:		

FILED
 99 MAR 29 AM 10:16
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Type of Service:

<input type="checkbox"/>	Same Day	<input type="checkbox"/>	24 Hour	<input checked="" type="checkbox"/>	Regular
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Return Original Evidence to:

Special Instructions:

Premier Corporate Services, Inc.
 Attn: Tony Alexander
 208 S. LaSalle Street
 Suite 1855
 Chicago, IL 60604

Please file upon receipt and return the evidence to the undersigned at the letterhead address. If you have any questions, please call me at 1-800-934-2556.

Send Via :

<input type="checkbox"/>	Fax:	<input type="checkbox"/>	FedEx	<input checked="" type="checkbox"/>	Regular Mail
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 4/5/99

(S)

**STATEMENT OF CHANGE OF REGISTERED AGENT AND/OR
REGISTERED OFFICE FOR ALIEN BUSINESS ORGANIZATION
AND FOREIGN CORPORATION**

PURSUANT TO SECTION 607.0505, FLORIDA STATUTES, THE UNDERSIGNED ALIEN BUSINESS ORGANIZATION OR FOREIGN CORPORATION SUBMITS THE FOLLOWING STATEMENT IN ORDER TO CHANGE ITS REGISTERED OFFICE AND/OR REGISTERED AGENT:

1. IFC Holdings, Inc.
(Name of alien business organization or foreign corporation)

2. 6/30/82 3. 853321 4. 59-2195688
(Florida registration date) (Florida document number) (FEI Number, if applicable)

5. 2701 N. Rocky Point Drive, 7th Fl., Tampa, FL 33607
(Principal office address)

6. Name and address of registered agent and office currently on record with this office:

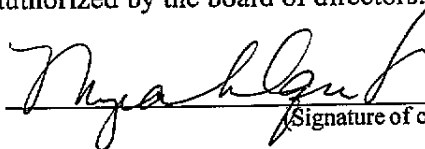
Richard M. Nummi
c/o Invest Financial Corp.
2701 N. Rocky Point Dr., 7th Fl., Tampa, FL 33607

7. New registered agent and/or office address:

NRAI Services, Inc.
526 E. Park Avenue
Tallahassee, FL 32301
(Note: Registered office must be a Florida street address)

8. The street address of the registered office and the street address of the business office of the registered agent are identical.


9. Such change was authorized by the board of directors or an officer of the corporation so authorized by the board of directors.

10. 
(Signature of chairman, vice chairman, or officer)

11. SR VP
(Name and capacity of person signing in number 10 above)

12. Signature of new registered agent, if applicable:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of section 607.0505, Florida Statutes.

 3/24/99
(Registered agent accepting appointment) (Date)
Anthony J. Alexander, Asst. Sec. of NRAI Services, Inc.

FILING FEE: \$35.00

DIVISION OF CORPORATIONS- P. O. BOX 6327 - TALLAHASSEE, FL 32314

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