334982

FILED
2002 MAY 30 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 600305 7338344

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 35.00

ORDER DATE : May 29, 2002

ORDER TIME : 1:51 PM

ORDER NO. : 600305-525

900005652059--7

CUSTOMER NO: 7338344

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

Evansville, IN 47708

CHANGE OF AGENT

NAME: AMERICAN GENERAL FINANCE, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

________ CERTIFIED COPY
XX PLAIN STAMPED COPY

C. Coulliette MAY 30 2002

CONTACT PERSON: Mimi Stephens -- EXT# 1128

EXAMINER: ________________

RECEIVED
02 MAY 30 PM 2:57
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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 : AMERICAN GENERAL FINANCE, INC.

2. The mailing address of the corporation : 601 N.W. SECOND STREET
EVANSVILLE, IN 47708

3. Date of incorporation/qualification: 09/13/1968 Document number: 334982

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 (if changed) and/or registered office (if changed):
(P. O. Box **Not** Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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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.

Laura R. D (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.

(Signature of Registered Agent) Brian Courtney Asst. V. Pres. 5/30/02 (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

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

CR2E045(9/00)