

588830



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 541626 7139998

AUTHORIZATION : *Patricia Pignatta*

COST LIMIT : \$ 35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN -7 PM 12:45

FILED

ORDER DATE : January 6, 2000

ORDER TIME : 10:23 AM

ORDER NO. : 541626

CUSTOMER NO: 7139998

CUSTOMER: Ms. Linda Hart
Usi Holdings, Inc.
50 California St.
24th Floor
San Francisco, CA 94111

EA
Change

4000003091594--2

CHANGE OF AGENT

NAME: CICORP-USI, INC.

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JAN -7 AM 11:28

RECEIVED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Angie Glisar

APR
1/10/00

**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: CICORP-USI, Inc.
2. The mailing address of the corporation is: 402 S.Kentucky Ave., #460, 4th Floor, Lakeland, FL 338
3. Date of incorporation/qualification: 10/1/78 Document number: 588830
4. The name and address of the current registered agent and office:

Carlos k. Sutton

402 S. Kentucky Avenue, #460

Lakeland, FL 33802

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

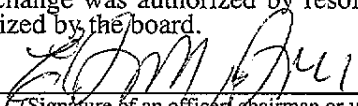
Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

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)

1/5/2000


(Date)

Ernest J. Newborn, II, 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: Corporation Service Company


(Signature of Registered Agent)

1-6-2000
(Date)

If signing on behalf of an entity:

Karen E. Wehner

(Typed or Printed Name)

Asst. Vice President

(Capacity)

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