

844726

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

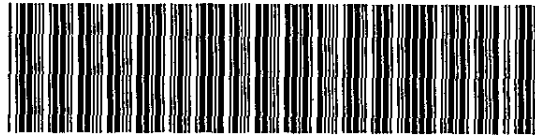
(Business Entity Name)

(Document Number)

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05/07/03--01036--003 **35.00

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 MAY - 7 AM 11:43

FILED

Handwritten signature and date: R. [Signature] 5/14/03



FILING REQUEST

May 1, 2003

FLORIDA SECRETARY OF STATE

Type of Filing: CHANGE OF AGENT
Subject(s): SMARTE CARTE, INC.
Form(s) Enclosed: STATEMENT OF CHANGE OF REGISTERED OFFICE/AGENT

Supporting Document(s): NONE
Check Enclosed: CHECK #10666 FOR \$35.00
Return Via: REGULAR MAIL - SASE ATTACHED
Filing Method: ASAP

PLEASE RETURN TO: PREMIER CORPORATE SERVICES, INC.
590 PARK STREET, SUITE 6
ST. PAUL, MN 55103

Please call me at **1-800-227-1256** if there are any questions.

Thank you!

Jackie Sorman

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, this statement of change is submitted for a corporation organized under the laws of the State of Minnesota in order to change its registered office or registered agent, or both, in the State of Florida.

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 TALLAHASSEE FLORIDA

1. The name of the corporation: Smarte Carte, Inc.
2. The principal office address: 4455 White Bear Parkway, St. Paul, MN 55110
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 11/30/1979 Document number: 844726

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

CT Corporation System
1200 S. Pine Island Road
Plantation, FL 33324

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

NRAI Services, Inc.
526 E. Park Avenue
(P.O. Box or personal mailbox NOT acceptable)
Tallahassee, FL 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, or the corporation has been notified in writing of the change.

Garret S. Roosma
(Signature of an officer, chairman or vice chairman of the board)

Garret S. Roosma, Executive Vice President
(Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

[Signature]
(Signature of Registered Agent)

5/1/2003
(Date)

If signing on behalf of an entity:

By: Jackie Sorman
(Typed or Printed Name)

Assistant Secretary
(Capacity)

NRAI Services, Inc.

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:
 DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314