

852983

CT CORPORATION SYSTEM

120 South Central Avenue  
Clayton, MO 63105  
Tel. 314 863 5545  
Fax 314 863 1578

May 1, 1998

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

200002515992--0  
-05/07/98-01108-006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: **THE WAVERLEY GROUP, INC. (MS DOM)**  
**Order #1136651**

FILED  
98 MAY -7 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We enclosed for filing Change of Agent documents on behalf of the above entity,  
together with funds in payment of the required fees.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected  
promptly, please notify the undersigned of the details by call our toll-free number  
1-800-325-2671.

Very truly yours,

*Willmetta Zaricor*  
Willmetta Zaricor  
Customer Specialist

Enc.

RA Chg.

VS MAY 15 1998

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 Mississippi submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: THE WAVERLEY GROUP, INC.

1b. Date of incorporation May 25, 1982 Document number 852983

2. The name and address of the current registered agent and office:

Hildred Pafford

51 Sunrise Blvd., St. Augustine, FL 32084

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

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c/o C T CORPORATION SYSTEM, 1200 South Pine Island Rd., Plantation Florida 33324

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.

Chauncey R. Dunbar

4/2/98 SIGNATURE

DATE

Chauncey R. Dunbar, Secretary  
(Type 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 COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

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SIGNATURE BY: J. L. Miles

J. L. Miles, Assistant Secretary (Registered Agent)

DATE 5/1/98

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (7-91)

Filing Fee: \$35.00