



853841

FILED
00 SEP -6 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 818770 4324567

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 35.00

ORDER DATE : August 31, 2000

ORDER TIME : 10:31 AM

ORDER NO. : 818770-275

CUSTOMER NO: 4324567

CUSTOMER: Ms. Amy Donner
Heritage Insurance Group
30851 West Agoura Rd.

Agoura Hills, CA 91301

100003383601-15

CHANGE OF AGENT

NAME: GE CAPITAL MANAGEMENT
CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

RECEIVED
00 SEP -6 PM 12:13
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

G. COULLETTE SEP - 6 2000

**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 California 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: GE Capital Management Corporation
2. The mailing address of the corporation is: 30851 Agoura Rd., 3rd Flr.
Agoura Hills, CA 91301
3. Date of incorporation/qualification: August 23, 1982 Document number: 853841
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 and office: (P. O. Box Not Acceptable)
Corporation Service Company
1201 Hays Street
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.

(Signature of an officer, chairman or vice chairman of the board)

8/28/00
(Date)

James J. Owens, 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.

Corporation Service Company

By: Bobbie J. Hall

(Signature of Registered Agent)

Sept. 5, 2000
(Date)

If signing on behalf of an entity:

Bobbie J. Hall

(Typed or Printed Name)

Assistant Vice President

(Capacity)

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