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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

REGISTERED AGENT CHANGE

SUNTRUST EDUCATION FINANCIAL SERVICES CORPORATION

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*RIA Chg
Jm
10/2/04*

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 Virginia in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: SunTrust Education Financial Services Corporation
- 2. The principal office address: 919 East Main Street, 18th FL, Richmond, VA 23219
- 3. The mailing address (if different): _____
- 4. Date of incorporation/qualification: 1-11-2000 Document number: F00000000159

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

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301-2525

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

C T Corporation System
c/o C T Corporation System
(P.O. Box or personal mailbox NOT acceptable)
1200 South Pine Island Road, Plantation, Florida 33324

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 TALLAHASSEE, FLORIDA

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.

(Signature of an officer, chairman or vice chairman of the board) *Dale Morris*
(Printed or typed name and title) Dale Morris, Attorney-in-Fact

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.

C T Corporation System
 By: *Mary R Adams* 5/28/04
(Signature of Registered Agent) (Date)

If signing on behalf of an entity: MARY R. ADAMS
ASSISTANT SECRETARY
(Typed or Printed Name) (Capacity)

*** 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

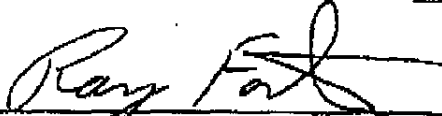
POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT SunTrust Banks, Inc. ("Corporation"), a corporation incorporated under the laws of Georgia does hereby appoint Shelley Savage and Dale Morris as attorney-in-fact for the Corporation to act for the Corporation and subsidiaries of the Corporation attached hereto as Exhibit A. (The "Subsidiaries") in the Corporation's and Subsidiaries' names for the limited purposes authorized herein.

The Corporation and Subsidiaries, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's and Subsidiaries' registered agent and registered office, or the agent and office of similar import, in any state.

This Power of Attorney expires when revoked by the Corporation or Subsidiaries.

IN WITNESS WHEREOF the undersigned have executed this Power of Attorney on this 4th day of May, 2004.

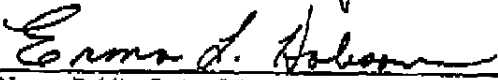


Senior Vice President



Assistant Secretary

Sworn to and subscribed before me
this 4th day of May, 2004



Notary Public, State of Georgia
Notary Public, Fulton County, Georgia
Commission Expires: Jan-5, 2006

Exhibit A

Citizens Community Development Company
Crestar SP, LLC
Crestview, L.L.C.
DC Properties, Inc.
MD Properties, Inc.
SunTrust Bank
SunTrust Banks, Inc.
SunTrust Capital Markets, Inc.
SunTrust Community Development Corporation
SunTrust Education Financial Services Corporation
SunTrust Insurance Services, Inc.
SunTrust Procurement Services, L.L.C.
SunTrust Real Estate Corporation
SunTrust Securities, Inc.
Trusco Capital Management, Inc.