

F0000000000732



ACCOUNT NO. : 072100000032

REFERENCE : 072640 4392002

AUTHORIZATION : Patricia P. [Signature]

COST LIMIT : \$ 35

ORDER DATE : March 9, 2001

ORDER TIME : 1:44 PM

ORDER NO. : 072640-010

CUSTOMER NO: 4392002

CUSTOMER: Donna Mullin, Legal Asst
America Online Inc.
22000 AOL Way

300003851229--0

Dulles, VA 20166-9323

CHANGE OF AGENT

NAME: MAPQUEST.COM, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Carrie Vaught

ROA Change
3-13-01
MRS

FILED
01 MAR 13 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR 13 PM 2:30
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

**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 Delaware 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: MAPQUEST.COM, INC.
2. The mailing address of the corporation is: 22000 AOL Way, Dulles,
VA 20166
3. Date of incorporation/qualification: 02/09/2000 Document number: F00000000732
4. The name and address of the current registered agent and office:

C T Corporation System
1200 South Pine Island Road
Plantation, FL 33324

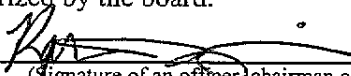
5. The name and address of the new registered agent and office: (P. O. Box **Not** Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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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.

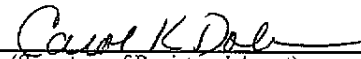
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


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

3/8/01
(Date)

Katherine E. Wychulis
Assistant 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:  3/12/2001
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

Carol K. Dolor Asst. Vice President
(Typed or Printed Name) (Capacity)

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