

11/3/04



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 950449

AUTHORIZATION :

COST LIMIT : \$ 35.00

167868A  
*Patricia F. [Signature]*

ORDER DATE : November 1, 2004

ORDER TIME : 10:27 AM

ORDER NO. : 950449-265

CUSTOMER NO: 167868A

CUSTOMER: Ms. Carol R. Mullis  
Wachovia Corporation  
One Wachovia Center, Nc0630  
301 South College Street-30th  
Charlotte, NC 28288-0630

CHANGE OF AGENT

NAME: SOUTHTRUST BANK

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Justin Cheshire

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

1. The name of the corporation: SOUTHTRUST BANK
2. The principal office address: 420 North 20th Street  
Birmingham, AL 35203
3. The mailing address (if different): c/o A-001-WC-0204, 220 Wildwood Parkway  
Birmingham, AL 35209
4. Date of incorporation/qualification: June 9, 2000 Document number: F00000003305
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

C T Corporation System

1200 South 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):

Corporation Service Company

1201 Hays Street

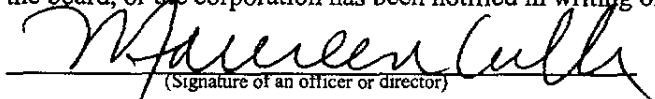
(P.O. Box or personal mailbox NOT acceptable)

Tallahassee, FL 32301

FILED  
04 NOV -3 PM 4:55  
SECRETARY OF STATE  
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 or director)

Maureen Cullen, Attorney in Fact  
(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.*

Corporation Service Company

  
(Signature of Registered Agent)

November 1, 2004  
(Date)

If signing on behalf of an entity:

Marva Williams  
(Typed or Printed Name)

Assistant Vice President  
(Capacity)

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

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