

F02000000840



FILED
2002 JUL - 1 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 642291 7155110
AUTHORIZATION : *Patricia Meudt*
COST LIMIT : \$ 35.00

ORDER DATE : June 27, 2002
ORDER TIME : 10:33 AM
ORDER NO. : 642291-430
CUSTOMER NO: 7155110

100006131081-8

CUSTOMER: Patricia Meudt, Legal Asst
Cendant Corporation
1 Campus Drive
Parsippany, NJ 07054

CHANGE OF AGENT

NAME: CENDANT MOBILITY GOVERNMENT
FINANCIAL SERVICES CORPORATION

RECEIVED
02 JUL - 1 PM 12:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams

C. Coulliette JUL 01 2002

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.

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1. The name of the corporation : CENDANT MOBILITY GOVERNMENT FINANCIAL SERVICES CORPORATION

2. The mailing address of the corporation : 40 Apple Ridge Road, Danbury, CT 06810

3. Date of incorporation/qualification: 02/15/2002 Document number: F0200000840

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 (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)
Corporation Service Company
1201 Hays Street
Tallahassee, Florida 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.

Maureen Cullen (Signature of an officer, chairman or vice chairman of the board) 06/24/2002 (Date)

Maureen Cullen, Attorney-in-Fact
(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.

Lou Giaccardo (Signature of Registered Agent) 06/24/2002 (Date)

If signing on behalf of an entity:
Lou Giaccardo (Typed or Printed Name) Asst. Vice President (Capacity)

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