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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : *932602* 4305390

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 35.00

ORDER DATE : February 14, 2003

ORDER TIME : 9:11 AM

ORDER NO. : 932602-255

CUSTOMER NO: 4305390

CUSTOMER: Ms. Kim Calkin-mcellen
Cole Schotz Meisel Forman &
P.O. Box 800
25 Main Street
Hackensack, NJ 07601

CHANGE OF AGENT

NAME: SERVICEFORCE, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

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

1. The name of the corporation: SERVICEFORCE, INC.

2. The principal office address: _____

333 Meadowlands Parkway, Secaucus, NJ 07094

3. The mailing address (if different): _____

4. Date of incorporation/qualification: June 11, 2002

Document number: F0200000297

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

W. Bradley Monroe, Esq.

239 E. Virginia Street

Tallahassee, FL 32301

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

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)

Anne Martin, 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.



(Signature of Registered Agent)

Corporation Service Company

If signing on behalf of an entity:

Marva Williams

(Typed or Printed Name)

February 7, 2003

(Date)

Assistant Vice President

(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