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(Requestor's Name)

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(Address)

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PICK-UP WAIT MAIL

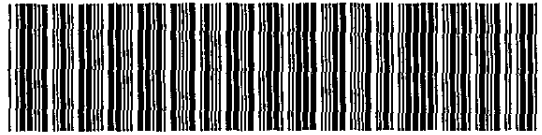
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Bay State Corporate Services, Inc.
Six Beacon Street, Ste. 510
Boston, MA 02108
(617) 742-8484 Fax: (617) 742-8482

August 25, 2005

Enclosed you will find (1) Corporate Change of Agent filing(s) for FL-SOS

Subject name(s): GRASSROOTS CAMPAIGNS, INC.

Please file the attached Corporate filing(s) upon receipt. A check in the amount of \$35.00 is enclosed.

If there are any problems, please hold the filing and call our office immediately. Feel free to call collect at 617-742-8484.

Upon completion, please return the evidence to our office by:

REGULAR MAIL, a self-addressed, stamped envelope is enclosed

Thank you in advance for your assistance.

Sincerely,

Suzanne Cryan

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Grassroots Campaign, Inc.
(Name of corporation)

DOCUMENT NUMBER: F04000002289

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Suzanne Cryan
(Name of person)

Bay State Corporate Services, Inc.
(Name of firm/company)

6 Beacon Street, Ste 510
(Address)

Boston, MA 02108
(City/state and zip code)

For further information concerning this matter, please call:

Suzanne Cryan at (617) 742-8484
(Name of person) (Area code & daytime telephone number)

Enclosed is a \$35.00 check made payable to the Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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

1. The name of the corporation: Grassroots Campaign, Inc.
2. The principal office address: 1800 Glenarm Pl Ste #300
Denver, CO 80202
3. The mailing address (if different): PO Box 120557
Boston, MA 02112
4. Date of incorporation/qualification: 04/27/04 Document number: F04000002289
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 (if changed):

NRAI Services, Inc.
2731 Executive Park Drive, Suite 4
(P.O. Box or personal mailbox NOT acceptable)
Weston, FL 33331

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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.

Jonathan W. Scarlett
(Signature of an officer or director)

Jonathan W. Scarlett, Secretary
(Printed 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.

NRAI Services, Inc.
by: *Suzanne Cryan*
(Signature of Registered Agent)

August 9, 2005
(Date)

If signing on behalf of an entity:

Suzanne Cryan
(Typed or Printed Name)

Asst. Secretary
(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