

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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REGISTERED AGENT CHANGE

VOLUNTARY PLAN ADMINISTRATORS, INC.

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DIVISION OF CORPORATIONS

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

1. The name of the corporation: VPA, Inc. d/b/a Voluntary Plan Administrators, INC.
2. The principal office address: 24025 Park Sorrento, Ste. 200, Calabasas, CA 91372-8331
3. The mailing address (if different): P.O. Box 8331, Calabasas, CA 91372-8331

4. Date of incorporation/qualification: 03/17/2006 Document number: FC6000001724
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Gillegos, Carolyn
7171 Tradition Cove Lane East
West Palm Beach, FL 33442

6. The name and street address of the new registered agent (if changed) and/or registered office (if changed):

C.T. Corporation System
c/o C.T. Corporation System, 1200 South Pine Island Road
(P.O. Box NOT acceptable)
Plantation, Florida 33324

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] Kimberly Brown Vice-President
 (Signature of an officer of the corporation) (Name of officer filing statement)

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.

C.T. Corporation System
[Signature]
 (Signature of Registered Agent)

7/26/2006
 (Date)

If signing on behalf of an entity:

John L. Smith
 (Typed or Printed Name)

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
 MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
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State - Michigan C.T. System Office

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