

**F06000004745**

Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
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**REGISTERED AGENT CHANGE****SERCO INC.**

Certificate of Status	0
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TALLAHASSEE, FLORIDA**

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Corporate Filing Menu

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SEP 18 2009

**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: Serco Inc.
2. The principal office address: 1818 Library Street, Suite 1000, Reston, VA 20190
3. The mailing address (if different): \_\_\_\_\_
4. Date of incorporation/qualification: 7/17/2006 Document number: F06000004745
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

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

C T Corporation System

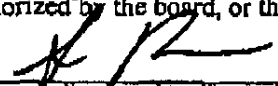
c/o C T Corporation System, 1200 South Pine Island Road

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 of an officer or director

Anusha Putty, Vice President

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.

By: C T Corporation System  
  
Signature of Registered Agent

9/17/09  
Date

If signing on behalf of an entity:

Judith B. Argao

Asst. Secretary & V. President

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

CR2E045 (8/05)

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**POWER OF ATTORNEY**

**NOTICE IS HEREBY GIVEN THAT** Serco Inc. (the "Corporation"), a corporation incorporated under the laws of the state of New Jersey and the direct or indirect owner of the subsidiary entities shown on Schedule A attached hereto, does hereby appoint Judith Argao and Anusha Putty, employees of CT Corporation and acting solely in the capacity as employees of CT Corporation, as attorney-in-fact for the Corporation to act for the Corporation and in the Corporation's name for the limited purposes authorized herein.

The Corporation and the subsidiary entities listed, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any state to CT Corporation, as directed and authorized by the Corporation. The attorney-in-fact will not make such changes without the prior approval of the Corporation.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Judith Argao and Anusha Putty shall exercise the power of Vice President, Secretary and/or Manager.

This Power of Attorney expires when revoked by the undersigned

**IN WITNESS WHEREOF** the undersigned has executed this Power of Attorney on this 19<sup>th</sup> day of August, 2009.

**Serco Inc.**

A New Jersey Corporation

By: 

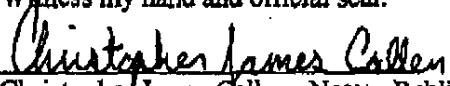
Name: James E. Daniel

Title: Senior Vice President & Secretary

Commonwealth of Virginia  
County of Fairfax

On August 19, 2009, before me, the undersigned, a Notary Public in and for said State, personally appeared James E. Daniel, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me he/she/they executed the same in his/her/their authorized capacity (ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed this instrument.

Witness my hand and official seal.

  
Christopher James Callen, Notary Public

Commission Expires: 2/28/2013



## **SCHEDULE A**

Serco Inc.

Serco Management Services, Inc. (TN)

JL Associates Inc.