



F92000000020

ACCOUNT NO. : 072100000032
REFERENCE : 517046 4337578
AUTHORIZATION : *Patricia Pyjot*
COST LIMIT : \$ 35.00

FILED
02 APR 15 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 8, 2002

ORDER TIME : 9:49 AM

ORDER NO. : 517046-475

CUSTOMER NO: 4337578

CUSTOMER: Ms. Laqusha Smith
Delta Air Lines, Inc
Legal Dept # 852
1030 Delta Boulevard
Atlanta, GA 30320

RECEIVED
02 APR 15 PM 3:22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CHANGE OF AGENT

NAME: DELTA VENTURES III, INC.

600005273396--5

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

C. Coulliette APR 15 2002

CONTACT PERSON: Mimi Stephens

**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.

1. The name of the corporation : _____

DELTA VENTURES III, INC.

2. The mailing address of the corporation : HARTSFIELD ATLANTA INT'L AIRPORT - 1030 DELTA BLVD, DEPT 852

ATLANTA, GA 30354-1989

3. Date of incorporation/qualification: October 28, 1992 Document number: F92000000020

4. The name and address of the current registered agent and office:

CT 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 (changed):
(P. O. Box Not Acceptable)

Corporation Service Company

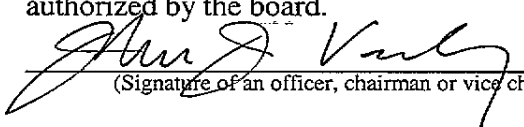
1201 Hays Street

Tallahassee, FL 32301

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02 APR 15 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(Signature of an officer, chairman or vice chairman of the board)

4-4-02
(Date)

JOHN J. VARLEY, Secretary

(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.

Corporation Service Company


(Signature of Registered Agent)

4/10/02
(Date)

If signing on behalf of an entity:

LAURA R. DUNLAP

(Typed or Printed Name)

Assistant Vice President

(Capacity)

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