



F920000000622

FILED
JUL 15 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 642291 7155110
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 35.00

RA
Change

ORDER DATE : June 27, 2002
ORDER TIME : 10:39 AM
ORDER NO. : 642291-905 100006410911--8
CUSTOMER NO: 7155110
CUSTOMER: Patricia Meudt, Legal Asst
Cendant Corporation
1 Campus Drive
Parsippany, NJ 07054

CHANGE OF AGENT

NAME: S. D. SHEPHERD SYSTEMS, INC.

RECEIVED
02 JUL 15 PM 12:57
DIVISION OF CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams

DR
7/15/02

**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 Texas
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 : _____
S. D. SHEPHERD SYSTEMS, INC.

2. The mailing address of the corporation : _____
1401 Manatee Avenue West, Suite 1000, Brandon, FL 34205

3. Date of incorporation/qualification: 12/11/1992 Document number: F92000000622

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

C T 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 (if changed):
(P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 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.

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

07/12/2002
(Date)

Maureen Cullen, Attorney-in-Fact
(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.

Carol K. Dolor
(Signature of Registered Agent)

07/12/2002
(Date)

If signing on behalf of an entity:

Carol K. Dolor

(Typed or Printed Name)

Asst. Vice President
(Capacity)

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