1201 HAYS STREET 800-342-8086 TALLAHASSEE, FL 32301-2607 904-222-9171 ACCOUNT NO. 072100000032 PRENIICE HATE LUGALA FINANCIAL SERVICES REFERENCE 199542 5024449 AUTHORIZATION COST LIMIT \$ 35.00 ORDER DATE: December 23, 1996 ORDER TIME : 11:30 AM ORDER NO. : 199542-005 500002042415--1 CUSTOMER NO: 5024449 CUSTOMER: Asst Vice Pres Eileen Bannon Lehman Brothers 3 World Financial Center 200 Vesey Street, 24th Floor New York, NY 10285 CHANGE OF AGENT NAME: LIBERTY GP III INC. PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY COPY PLAIN STAMPED COPY Document chael E. Klunk CONTACT PERSON: Upca.er Update Verticer

> Acknowledgement W.P. Verilyer

## Florida Department of State, Jim Smith, Secretary of State

## 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.	
1a. The name of the corporation is	);
▼	LIBERTY GP III INC. ZN 95
1b. Date of incorporation / qualification	Document number FARE B TO
2. The name and address of the	current registered agent and office:
C T CORPORATION SYSTEM	1200 SO. PINE ISLAND DRIVE
PLANTATION	FL 33554 8
3. The name and address of the new registered agent and office:  (P.O. Box Not Acceptable)  The Prentice-Hall Corporation System, Inc.	
1201 Hays Street	Tallahassee, , Florida 32301
The street address of its registered agent 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.  EILEEN M. BANNON ASST SECRETARY  Typed or printed name and title  DATE	
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.  The Prentice-Hall Corporation System, Inc.  SIGNATURE BY: (Registered Agent) ASST VICE PRESIDE DATE	

FILING FEE: \$35.00

CR2E045 (7-91)