

F930000001444



THE UNITED STATES
CORPORATION
COMPANY

FILED
FEB 24 PM 2:51
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 598802 3912G
AUTHORIZATION : Patricia Pizito
COST LIMIT : \$ 35.00

ORDER DATE : February 23, 2000

ORDER TIME : 2:04 PM

ORDER NO. : 598802-005

CUSTOMER NO: 3912G

CUSTOMER: John Belive, Legal Asst
Fulbright & Jaworski
666 Fifth Avenue

New York, NY 10103

RP
Chase

100003146621--1

CHANGE OF AGENT

NAME: THE HERBERT AND ETHEL WELLS
FOUNDATION, INC.

RECEIVED
00 FEB 24 PM 3:13
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

ASR
2/25/00

**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 is: THE HERBERT AND ETHEL WELLS FOUNDATION, INC.
2. The mailing address of the corporation is: C/O FULBRIGHT & JAWORSKI L.L.P.
666 FIFTH AVENUE NEW YORK, NY 10103
3. Date of incorporation/qualification: 03/23/1993 Document number: F93000001

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 and office: (P. O. Box **Not** Acceptable)

Venad Management Inc.
1520 South Ocean Boulevard
Palm Beach, FL 33480

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.

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

2/1/00

(Date)

William Bush, 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. Venad Management, Inc.

By: Frederick R. Adler, Pres
(Signature of Registered Agent)

2/1/00

(Date)

If signing on behalf of an entity:

Frederick R. Adler, President

(Typed or Printed Name)

(Capacity)

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