



F93000003035

ACCOUNT NO. : 072100000032
REFERENCE : 633127 7138400
AUTHORIZATION : Patricia Pzyut
COST LIMIT : \$ 35.00

ORDER DATE : December 12, 1997 900002378739--4
ORDER TIME : 10:03 AM
ORDER NO. : 633127-015
CUSTOMER NO: 7138400
CUSTOMER: Mr. Mark A. Foltz
Transfinancial Holdings, Inc.
Suite 100
8245 Nieman Road
Lenexa, KS 66254

CHANGE OF AGENT

NAME: AGENCY PREMIUM RESOURCE, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
XXXX PLAIN STAMPED COPY

CONTACT PERSON: Stacy L Earnest

RECEIVED
97 DEC 22 AM 10:53
DIVISION OF CORPORATION

FILED
97 DEC 22 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAche
KRG
12/22

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
KANSAS submits the following statement in order to change its registered office
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____

AGENCY PREMIUM RESOURCE, INC.

1b. Date of incorporation: 6/28/93 Document number F93000003035

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

C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE PLANTATION FL

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

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.

Mark A. Foltz
SIGNATURE
12/8/97
DATE

MARK A. FOLTZ
ASST. SECRETARY

Typed or printed name and title

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 COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY
VICKI SCHREIBER
SIGNATURE BY: Vicki Schreiber
ASST. VICE PRESIDENT

DATE 12/18/97

FILED
DEC 22 PM 2:48
324
TALLAHASSEE, FLORIDA
SECRETARY OF STATE