

F93000003105



August 19, 1997

Florida Department of State
Sandra B. Morthan, Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

900002273929--7
-08/21/97--01094--002
*****35.00 *****35.00

Gentlemen:

Enclosed, please find a completed Statement of Change of Registration Agent Form along with a check in the amount of \$35.00 to change our current registered agent from Sharon Stump to Karen Wheeler.

Please do not hesitate to contact me, if you need any additional information.

Sincerely,

MANNING & NAPIER ADVISORY ADVANTAGE CORPORATION, INC.

Jennifer L. Van Houten

Jennifer L. Van Houten
Compliance Administrator

FILED
97 AUG 21 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

NA change

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 25, 1997

JENNIFER L. VAN HOUTEN
MANNING & NAPIER ADVISORY ADVANTAGE CORP
1100 CHASE SQUARE
ROCHESTER, NY 14604-1999

SUBJECT: MANNING & NAPIER ADVISORY ADVANTAGE CORPORATION
Ref. Number: F93000003105

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

To change the registered agent or registered office, or both, the enclosed form should be completed and returned to this office with a filing fee of \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 797A00042703

A D V I S O R Y
ADVANTAGE
C O R P O R A T I O N

August 19, 1997

Qualification / Registration Securities
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Change in resident agent of Branch Office

Gentlemen:

Enclosed, please find an amended Application by foreign corporation for authorization to transact business in Florida noting Ms. Karen Wheeler as the Florida resident agent of our Branch Office.

Thank you for your attention in this matter. Please do not hesitate to contact me, if you need any additional information.

Sincerely,

MANNING & NAPIER ADVISORY ADVANTAGE CORPORATION, INC.



Jennifer L. Van Houten
Compliance Administrator

Enclosure

RECEIVED
97 AUG 22 AM 8:07
DIVISION OF CORPORATIONS



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 New York 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: Manning & Napier Advisory Advantage Corporation

2. The mailing address of the corporation is : 1100 Chase Square
Rochester, New York 14604

3. Date of incorporation/qualification: 8/29/89 Document number: 038672D

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

Sharon Stump
South Trust Plaza
1800 Second Street, Sarasota, Florida 34236
Suite 852

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

Karen Wheeler
South Trust Plaza
1800 Second Street, Suite 852, Sarasota, Florida 34236

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.

Brenda F. Oathout 8/18/97
(Signature of an officer, chairman or vice chairman of the board) (Date)

Brenda F. Oathout, Corporate 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.

Karen Wheeler
(Signature of Registered Agent) Karen Wheeler

8/18/97
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)