

F94000000910

TCS

Industry Leaders in Regulatory Services

Telecom Compliance Services, Inc.
6455 East Johns Crossing, Suite 285
Duluth, GA 30097
phone (678) 775-2244 fax (678) 775-2254

June 9, 2000

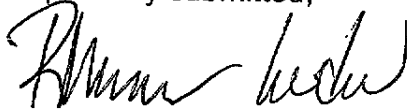
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Rapid Link U.S.A., Inc.
Change of Registered Agent/Registered Office

To Whom It May Concern:

Please return a date stamped copy of the attached form to the address above. If you need further information, please do not hesitate to give me a call at (678) 775-2243. Thank you in advance for your assistance and cooperation.

Respectfully submitted,



Rhiannon N. Ludlow
Compliance Analyst

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RACh

T. LEWIS JUN 16 2000

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 Georgia 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: Rapid Link U.S.A., Inc.

2. The mailing address of the corporation is: _____

1100 Circle 75 Parkway, Suite 1100, Atlanta, GA 30339

3. Date of incorporation/qualification: 2/23/94

Document number: F94000000910

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

NRAI Services, Inc.

526 E Park Ave.

Tallahassee, FL 32301

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

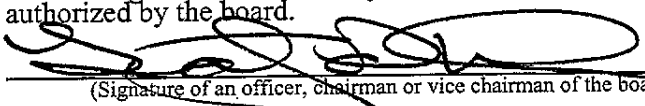
TCS Corporate Services, Inc.

1406 Hays Street, Suite #2

Tallahassee, FL 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.


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

6/5/00
(Date)

Timothy D. Wise
(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.


(Signature of Registered Agent)

6-8-00
(Date)

If signing on behalf of an entity:

Chris Stockhoff, Secretary

(Typed or Printed Name)

(Capacity)

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