

12/5/2016

F95000003984

2016-12-05 10:50:03 CST  
19542080845 From: Ranae McGraw  
Division of Corporations

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**REGISTERED AGENT CHANGE  
MCI SALES AND SERVICE, INC.**

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# 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, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: MCI SALES AND SERVICE, INC.
2. The principal office address: 200 East Oakton Street, Des Plaines, IL 60018
3. The mailing address (if different): \_\_\_\_\_

4. Date of incorporation/qualification: 08/17/1995 Document number: F95000003984

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

NRAI Services, Inc.

1200 South Pine Island Road

Plantation, FL 33324

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

C T Corporation System

c/o C T Corporation System, 1200 South Pine Island Road

P.O. Box NOT acceptable

Plantation, Florida 33324

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, or the corporation has been notified in writing of the change.

Susan McCraney  
Signature of an officer or director

Susan McCraney, Secretary

Printed or typed name and title

*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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.*

By: C T Corporation System  
Denise Bell  
Signature of Registered Agent

11/09/2016

Date

If signing on behalf of an entity:

Denise Bell, Asst Secretary

Typed or Printed Name

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

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE  
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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## Power of Attorney

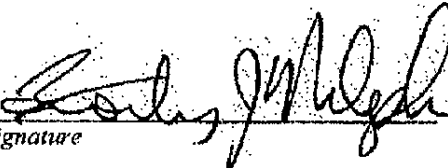
NOTICE IS HEREBY GIVEN THAT New MCI Holdings, Inc. ("Company"), a corporation incorporated under the laws of Delaware, does hereby appoint Christine Rein, Kelly Lettmann, Michelle Donato, Mandy Hendricks, Dareth Jeffers, Alan Stachura, Nicole Parnell, Sarah Revelle, Ryan Nelson, Ryan Maher, Natalie Pickens, Michelle Buchheit, Jessica Molloy, Jeremy Puentes, Lars Fox, Matthew Sawyer, Shannon Diamond, JoAn Tolosa, Adam Steimel, Brad Slenker, Teah Griffin, Lauren Miller, Stacey Busch, Tony Spain, Shanna Lones, Collin Giles, Tammy Tofteroo, April Wittenwyler, Jamila Woods, Eleanor Puls, Cardell Rankin, Jenifer Vincent, Maria Sciotti, Kimberly Steinmetz, Scott White, Susan McCraney, Cristina Lam, Leslie Martin, Alishia L'Heureux, Terence Hardely, Ternell Kearney, Jessica Eisele, Denise Bell, Thomas Anderson, Kimberly Bowens and Sierra Burris (but only for so long as each of them, respectively, remains an employee of CT Corporation or an affiliate thereof) as attorney-in-fact for the Company to act for the Company and subsidiaries of the Company attached hereto as Exhibit A, specifically incorporated herein by reference ("the Subsidiaries") in the Company and Subsidiaries' names for the limited purposes authorized herein.

The Company and Subsidiaries hereby grant its attorney-in-fact the power to execute the documents necessary to file annual reports, annual registrations, license renewals, change entities' registered agent and registered office, and forms of similar import on behalf of the Company and Subsidiaries in any state and the District of Columbia.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Tammy Tofteroo, April Wittenwyler, Jamila Woods, Eleanor Puls, Cardell Rankin, Jenifer Vincent, Maria Sciotti, Kimberly Steinmetz, Scott White, Susan McCraney, Cristina Lam, Leslie Martin, Alishia L'Heureux, Terence Hardely, Ternell Kearney, Jessica Eisele, Denise Bell, Thomas Anderson, Kimberly Bowens and Sierra Burris shall exercise the power of Vice President, Secretary, Manager, and/or Member.


This Power of Attorney expires when revoked by the Company or Subsidiaries.

IN WITNESS WHEREOF the undersigned have executed this Power of Attorney on the 8<sup>th</sup> day of November, 2016.

  
Signature

Timothy J. Nalepka  
Senior Vice President, General Counsel and Secretary

Sworn to and subscribed before me  
this 8<sup>th</sup> day of November, 2016  
Date Month Year

  
Signature of Notary

Notary Public, State of ILLINOIS

Commission Expires: 5/5/2017  
M/D/YYYY



(Seal)

**Exhibit A**

New MCI Holdings, Inc.

MCI Holdings, Inc.

Motor Coach Industries International, Inc.

Motor Coach Industries, Inc.

MCI Sales and Service, Inc.

MCI Service Parts, Inc.