



THE UNITED STATES
CORPORATION
COMPANY

F95000004756

ACCOUNT NO. : 072100000032

REFERENCE : 491120 7128899

AUTHORIZATION : *Kurt Helason*

COST LIMIT : \$ 35.00

ORDER DATE : *August 8, 1997*

ORDER TIME : *11:07 AM*

ORDER NO. : *491120-065*

CUSTOMER NO: 7128899

CUSTOMER: Ms. Carrie McGough / *Andrew Martlar*
Deltacom
Suite 101
700 Boulevard South
Huntsville, AL 35802

400002273024--2

CHANGE OF AGENT

NAME: ITC TRANSMISSION SYSTEMS, INC.

____ PROFIT
____ NON-PROFIT

XX ____ CORPORATE
____ LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX ____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett/ACP

FILED
97 AUG 14 PM 4:30
RECEIVED
97 AUG 14 PM 2:44
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

8/29
John
R.A. Chang



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1997

CSC
DANIEL
TALLAHASSEE, FL

SUBJECT: ITC TRANSMISSION SYSTEMS, INC.
Ref. Number: F95000004756

RESUBMIT

We have received your document for ITC TRANSMISSION SYSTEMS, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The document must contain the name and specific capacity of the person signing on behalf of the corporation.

The document must contain the name and capacity of the person signing on behalf of the new registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 297A00041300

FILED**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

97 AUG 14 PM 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.034 and 607.037, 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:

ITC TRANSMISSION SYSTEMS, INC.

1a. Date of incorporation/authorization September 29, 1995 Document No F95000004756

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

Ct Corporation System
1200 South Pine Island Road
Plantation, FL 33324

3. The name and address of the successor registered agent and office:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301


The address of its registered agent and the 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.

DATE

8/7/97

SIGNATURE


(President or Vice President)

FOSTER MCDONALD, PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

DATE

8/12/97

SIGNATURE


(Registered Agent)

LISA MULLIGAN, AS AGENT