

F96000000922



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 21, 1998

Patricia A. Weir, Esquire
National Finance Corporation
21 Corporate Drive
Clifton Park, NY 12065

SUBJECT: NATIONAL FINANCE CORPORATION
Ref. Number: F96000000922

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 31 PM 1:53

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

Please use the enclosed form for changing the registered agent/office. The fee to file this document is \$35.

Please only refer to the corporation name as indicated above. The d/b/a name is not a part of the corporate name.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 498A00038526

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change

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**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

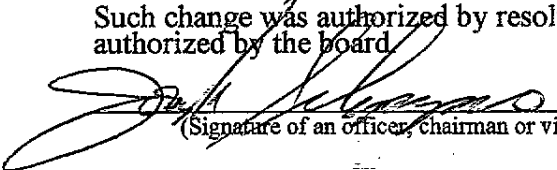
Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of New York submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: National Finance Corporation
2. The mailing address of the corporation is: 21 Corporate Drive, Clifton Park
NY 12065
3. Date of incorporation/qualification: 02/23/1996 Document number: F96000000922
4. The name and address of the current registered agent and office:
David B. Silipigno
2516 South Semoran Boulevard
Orlando, FL 32822
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
Harvey Jerome Wiedhoff
2516 South Semoran Boulevard
Orlando, FL 32822

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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)

7/28/98
(Date)

JOSEPH SURIGNO, EXECUTIVE VICE PRESIDENT
(Printed or typed name and title)

7/28/98
(Date)

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)

7/29/98
(Date)

If signing on behalf of an entity:

HARVEY JEROME WIEDHOFF
(Typed or Printed Name)

BRANCH MANAGER
(Capacity)

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