

F 97000003673
BRADLEY ARANT
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August 26, 1997

Secretary of State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700002280747-6
-08/29/97-01025-002
*****35.00, *****35.00

Re: SouthTrust of Alabama, Inc.

Ladies and Gentlemen:

Enclosed for filing with your office is the completed Statement of Change of Registered Agent and Registered Office for SouthTrust of Alabama, Inc., an Alabama corporation qualified to do business in Florida. Also enclosed is our firm's check in the amount of \$35.00 in payment for your fees.

Please return a file stamped copy of the Statement to me in the enclosed self addressed envelope. Please let me know should you have any questions concerning this.

Very truly yours,

Jeanne Barlow
Jeanne Barlow
Legal Assistant

Enclosure

cc: Carleta R. Hawley

Main Office
2001 Park Place, Suite 1400
Birmingham, Alabama 35203-2730
(205) 521-8000, Fax (205) 521-8800

SouthTrust Tower Office
420 North 20th Street, Suite 2000
Birmingham, Alabama 35203-3208
(205) 521-8000, Fax (205) 521-8500

Huntsville Office
200 Clinton Avenue West, Suite 900
Huntsville, Alabama 35801-4900
(205) 517-5100, Fax (205) 517-5200

Florida Department of State, Sandra B. Mortham, Secretary of State

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 Alabama 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: SouthTrust of Alabama, Inc.
2. The mailing address of the corporation is : 420 North 20th Street, Birmingham, AL 35203
3. Date of incorporation/qualification: July 15, 1997 Document number: F97000003673
4. The name and address of the current registered agent and office:

CT Corporation System
1200 South Pine Island Rd.
Plantation, FL 33324

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

Charles E. Hughes, Jr.
1301 River Place Blvd., Suite 400
Jacksonville, FL 32207

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.

Alton E. Yother 8/19/97
(Signature of an officer, chairman or vice chairman of the board) (Date)

ALTON E. YOTHER - VICE PRESIDENT
(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.

Charles E. Hughes, Jr. 8/19/97
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)